

**EXHIBIT 86 TO
HARVEY DECLARATION
REDACTED VERSION**

From: Yolanda Mangolini Sent: 10/18/2008 9:35 PM
 To: [-] Linh-Chi Nguyen
 Cc: [-]
 Bcc: [-]
 Subject: Re: Uploading Former Employees into Leads

Thanks for remembering Linh Chi. This had fallen off my radar. I actually thought I had already responded. If what you say about Individual Contributors not being included, then I think what you have written is fine.

Yolanda Mangolini
 Google
 Manager, Central Staffing
 (w) 650-253-3255
 (fax) 650-253-0001
 ymangolini@google.com

On Fri, Oct 17, 2008 at 5:33 PM, Linh-Chi Nguyen <linhchi@google.com> wrote:

Hi Yolanda,

Sara's question regarding the DNC list is still outstanding. Below is her question and here is my stab at it :

Based upon the directions set forth on the list, it would be ok to invite individual contributor level employees of the companies to our events. The list outlines that we cannot pursue manager level and above candidates for companies on the "Restricted Hiring list"; for product, sales or G & A to get them into the Hiring Process-even if they have applied to Google. No restrictions for individual contributor level for these groups and no restrictions at any level for engineering.

For companies on the DNC list- Although we cannot cold call employees of these companies, we can accept internal and external referrals and direct solicitation from a candidate.

Please see updated DNC for list of companies and their subsidiaries.

Sara: "Yolanda- is there any restriction in inviting people from the Do Not Call list to our events? Often they are referrals by other Googlers. No specific company, but we've probably hit most of them at some point. On our registration forms we usually ask for company and we ask them to opt-in for contact about opportunities. So we should catch people one of those two ways."

Warm Regards,
 Linh Chi Nguyen

People Programs Coordinator
 Direct: 650-253-1087
 Fax: 650-253-8638
 linhchi@google.com

----- Forwarded message -----

From: Yolanda Mangolini <ymangolini@google.com>

Date: Fri, Sep 19, 2008 at 8:44 PM
 Subject: Fwd: Uploading Former Employees into Leads
 To: Linh Nguyen <linhchi@google.com>

Here's the whole thread.

Yolanda Mangolini
Google
Manager, Central Staffing
(w) 650-253-3255
(fax) 650-253-0001
ymangolini@google.com

----- Forwarded message -----

From: Yolanda Mangolini <ymangolini@google.com>
Date: Wed, Sep 17, 2008 at 1:54 PM
Subject: Re: Uploading Former Employees into Leads
To: Sara Pelosi <spelosi@google.com>

Personally, I would exclude those people since you can't tell if they are regretted or non-regretted. If they're regretted attrition, then hopefully Randy Reyes' alumni program would capture them.

Yolanda Mangolini
Google
Manager, Central Staffing
(w) 650-253-3255
(fax) 650-253-0001
ymangolini@google.com

On Wed, Sep 17, 2008 at 1:51 PM, Sara Pelosi <spelosi@google.com> wrote:

Is there a policy for former employees who attend an event? The status only says "Terminated" regardless of whether the person resigned or was fired.

Thanks!
Sara

On Wed, Sep 17, 2008 at 1:49 PM, Yolanda Mangolini <ymangolini@google.com> wrote:

Hi Sara:

It really depends on why the person was rejected and for what group. If the person is an SRE reject, they actually might be a great fit for SWE or in a tool developer role say, OSO. In that case a sourcer might reach out to them pretty quickly. Similarly, if the person was rejected for headcount reasons but the interview feedback was generally strong, we would reach out sooner rather than later. But if the person was rejected based on strength of skills, 6 months is not really enough time for that person to show improvement in their skills. In that case, I would wait at least a year if not more depending on what they have been doing workwise since we last interviewed. The only exception I would make to this is if you thought the person was a fit for another role where the skill set didn't need to be as strong. But if you were considering them for the same role, then at least 12-months needs to have passed if not more.

Hope that helps!

Yolanda Mangolini
Google

Manager, Central Staffing
(w) 650-253-3255
(fax) 650-253-0001
ymangolini@google.com

On Tue, Sep 16, 2008 at 3:25 PM, Sara Pelosi <spelosi@google.com> wrote:

Hi Yolanda,

Question for you about Leads. My team is going to start uploading attendee lists into Leads. We're getting reports from HRIS about whether the attendees are in ATS, Leads, and/or GHR. Some attendees in GHR have a Terminated status (which appears to be the case whether the person was fired or resigned). Is there any rule around whether we can upload the new lead information? Is there a 6-month rule like re-engaging recently rejected candidates or should we just leave them alone?

Thanks!
Sara

From: Carson Page Sent: 4/8/2008 3:35 PM
To: [-] ymangolini@google.com
Cc: [-] Karine Karpati (????)
Bcc: [-]
Subject: Document Responsibilities

Hi Yolanda,

Karine mentioned that the ownership of several of our documents would be shifting to your team. We have found homes for some of the others (Application, VSID), but the two other main docs are the Hiring Policies & Protocols, as well as the Do Not Call List (part of the HP&P).

Both docs are attached.

Once you have determined who the new doc owner should be, I would be more than happy to sit down with them and show them my current system, and let them run with it. It also might make sense for me to transfer the Staffing Library ownership of the docs to them.

Please let me know if you have any additional questions, and thank you so much for taking this on!

Take care,

~Carson Page

Carson Page
People Programs Coordinator

(650) 253-7245
Jobs@Google

Google



Special Agreement Hiring Policy

Protocol for “Restricted Hiring,” “Do Not Cold Call,” and “Sensitive” Companies

The following companies (and by association, their subsidiaries listed in Appendix A) have a special restriction as part of the “**Restricted Hiring**” list.

Parent Companies:

- Microsoft
- Novell
- Oracle
- Sun Microsystems

For each of these “**Restricted Hiring**” companies, Google has agreed to the following protocol:

1. Not to pursue manager level and above candidates for Product, Sales, or G&A roles – even if they have applied to Google;
 2. However, there are no restrictions to our recruiting from these companies at individual contributor levels for PSG&A;
 3. Additionally, there are no restrictions at any level for engineering candidates.
-

The following companies (and by association, their subsidiaries listed in Appendix A) have special agreements with Google and are part of the “**Do Not Cold Call**” list.

Parent Companies:

- Apple, Inc.
- Comcast Corporation
- DoubleClick
- Genentech
- IBM Corporation (Junior hires okay – also applies to subsidiaries)
- Illumita
- Intel Corporation
- Intuit
- Microsoft
- Ogilvy
- WPP

For each of these “**Do Not Cold Call**” companies, Google has agreed to the following protocol:

4. Not to directly cold call into those companies (this also applies to their subsidiaries listed above);
 5. But, we would accept internal or external references that indicated that an individual was “looking;”
 6. And, of course, we will also accept direct solicitation from a candidate (this will most likely come into play when an individual’s peer has recently joined us).
-



Special Agreement Hiring Policy

Protocol for "Restricted Hiring," "Do Not Cold Call," and "Sensitive" Companies

Due to our partnerships, the following companies (and by association, their subsidiaries listed in Appendix B) fall under the **"Sensitive"** companies list:

Parent Companies:

- AOL, Inc.
- Ask.com
- Clear Channel Communications, Inc.
- Dell, Inc.
- Earthlink, Inc.
- Virgin Media, Inc. (Formerly NTL, Inc.)

For each of these **"Sensitive"** companies we agreed to the following protocol:

1. Executive Recruiting: Inform EMG of any Director level or above candidate who we have engaged and who is starting the interview process at Google
2. Executive Recruiting: If we go to offer with a Director or above candidate, Staffing should inform EMG and EMG will designate a senior exec to place a courtesy call into the Sensitive company to let them know we have **made** an offer;
 - a. And by exception, when EMG deems necessary, calling into a Sensitive company to indicate we will be **making** an offer.
3. General Recruiting: For any non-exec position, we should be aware the company is on the Sensitive Company list but there are no restrictions to our recruiting from these companies at junior levels.

Please be cautious when recruiting teams from any company to keep our candidates and potential employees safe from legal action. Most companies have non-solicit agreements which would limit or prohibit a candidate from asking a coworker to interview with us as well.

Recruiting from Staffing Agencies / Partners

As a general rule, we should not be recruiting staffing talent from any of our approved staffing partners. The lists on the following page outline these partners for both U.S. and International staffing.



Special Agreement Hiring Policy

Protocol for “Restricted Hiring,” “Do Not Cold Call,” and “Sensitive” Companies

U.S. Staffing Partners		
Vendor Name	Location	Specialty
Accounting Network	Bay Area	Finance
Accountants Plus	Bay Area	Finance
Adecco	All U.S.	All
Career Group	Bay Area, New York, Los Angeles	G&A, Marketing
CDI Business Solutions	All U.S.	Eng, Ops
Core Staffing	New York	G&A
Duran HCP, Inc.	Bay Area	G&A (HR/Staffing), Eng, Ops
Globe Consultants	Bay Area	Eng, Ops
Hicks Consulting	All U.S.	All
Indosys	Bay Area	Eng, Ops, Sales, Marketing
IT Ascent	All U.S.	All
Kelly Services	All U.S.	All
Kforce	All U.S.	Eng, Ops, Finance
Mainz Brady Group	Bay Area, Portland	Eng, Ops, Product, Sales, SalesOps, Recruiting
Mindsource	Bay Area	Eng, Ops, Product
Modis IT	All U.S.	Eng, Ops
Nelson Staffing Solutions	Bay Area	G&A, Sales, Marketing
TechSource	Bay Area	Eng, Ops

International Staffing Partners	
Vendor Name	Location
Kelly Services	Australia
Tradicao (Kelly Partner)	Brazil
Kelly Services	France
Kelly Services	Germany
Kelly Services	Hungary
Kelly Services	Italy
Kelly Services	Netherlands
Kelly Services	Norway
Kelly Services	Russia
Kelly Services	Spain
Kelly Services	Sweden
Kelly Services	Switzerland
Intelligent Manpower (Kelly Partner)	Taiwan
Kelly Services	UK



Special Agreement Hiring Policy
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Appendix A

Company	Parent Company	Effective Date	Other Notes
American FundWare	Intuit	June 5, 2007	
24/7 Real Media, Inc.	WPP	September 14, 2007	
Apple	N/A	March 6, 2005	
aQuantive, Inc.	Microsoft	May 18, 2007	
AZN Television	Comcast	March 6, 2005	
Cambridge Technology	Novell	May 10, 2007	
Carleton Corporation	Oracle	May 10, 2007	
CBC	Comcast	March 6, 2005	
Chili!Soft, Inc.	Sun	May 10, 2007	
Claris	Apple	March 6, 2005	
Clever Media	WPP	September 14, 2007	
Comcast Corporation	N/A	March 6, 2005	
Computer Software Group, Plc	IBM	March 26, 2007	
Computing Resources, Inc.	Intuit	June 6, 2007	
Daksh	IBM	March 26, 2007	
Dascom	IBM	March 26, 2007	
Delaware Planet, Inc.	Novell	May 10, 2007	
Delphion Corporation	IBM	March 26, 2007	
DesktopStandard	Microsoft	May 10, 2007	
Digital Insight	Intuit	June 7, 2007	
Digital Research, Inc.	Novell	May 10, 2007	
DoubleClick	N/A	May 17, 2007	
E!	Comcast	March 6, 2005	
e-Travel, Inc.	Oracle	May 10, 2007	
FileMaker	Apple	March 6, 2005	
FirstPerson, Inc.	Sun	May 10, 2007	
Frontbridge	Microsoft	May 10, 2007	
FRx Software Corporation	Microsoft	May 10, 2007	
G4 Media, Inc.	Comcast	March 6, 2005	
Genentech	N/A	March 6, 2005	
Global Spectrum	Comcast	March 6, 2005	
Golf Channel, The	Comcast	March 6, 2005	
Great Plains Software, Inc.	Microsoft	May 10, 2007	
Green Acquisition Corporation	Genentech	March 6, 2005	



Special Agreement Hiring Policy

Protocol for “Restricted Hiring,” “Do Not Cold Call,” and “Sensitive” Companies

Company	Parent Company	Effective Date	Other Notes
Green Merger Sub, Inc.	Genentech	March 6, 2005	
Grey Global Group, Inc.	WPP	September 14, 2007	
Groove Networks	Microsoft	May 10, 2007	
H&B Finance, Inc.	Microsoft	May 10, 2007	
Hill & Knowlton, Inc.	WPP	September 14, 2007	
Hotrod Acquisition Corporation	Oracle	May 10, 2007	
Hyperion Solutions	Oracle	May 10, 2007	
IBM Corporation	N/A	March 26, 2007	Junior hires okay
IBM Research Center—Haifa, Israel	IBM	March 6, 2007	
Illulmita	N/A	January 7, 2008	Until December 31, 2008
Income Dynamics, Inc.	Intuit	June 5, 2007	
Intel Corporation	N/A	March 6, 2005	
Interactive Insurance Services	Intuit	June 5, 2007	
Internet Security Systems, Inc.	IBM	March 26, 2007	
Intuit	N/A	June 5, 2007	
ISM Canada	IBM	March 26, 2007	
iView Multimedia Ltd.	Microsoft	May 10, 2007	
J. Walter Thompson Company, Inc.	WPP	September 14, 2007	
Lotus Development Corporation	IBM	March 26, 2007	
Management Reports, Inc.	Intuit	June 5, 2007	
Mando Corporation Limited	WPP	September 14, 2007	
Massive, Inc.	Microsoft	May 10, 2007	
MDTVISION	IBM	March 26, 2007	
Microsoft, Inc.	N/A	May 10, 2007	
MRI Real Estate Solutions	Intuit	June 5, 2007	
MRO, Inc.	IBM	March 26, 2007	
MyCorporation Business Services, Inc.	Intuit	June 5, 2007	
Mylex Corporation	IBM	March 26, 2007	
NetSol (Network Solutions, India)	IBM	March 26, 2007	
Network Computer, Inc.	Oracle	May 10, 2007	
Novell	N/A	May 10, 2007	
Object Technology International	IBM	March 26, 2007	
Ogilvy	WPP	September 14, 2007	
The Ogilvy Group Inc.	WPP	September 14, 2007	
OnCall	WPP	September 14, 2007	
Oracle	N/A	May 10, 2007	
Parity Software	Intel	March 6, 2005	
PeopleSoft	Oracle	May 10, 2007	



Special Agreement Hiring Policy

Protocol for “Restricted Hiring,” “Do Not Cold Call,” and “Sensitive” Companies

Company	Parent Company	Effective Date	Other Notes
PlaceWare, Inc.	Microsoft	May 10, 2007	
Portal Software, Inc.	Oracle	May 10, 2007	
Potter Acquisition Corporation	Oracle	May 10, 2007	
ProClarity	Microsoft	May 10, 2007	
Proxima Informatica Srl	IBM	March 26, 2007	
Quicken Investment Services, Inc.	Intuit	June 5, 2007	
Quinn Gillespie & Associates	WPP	September 14, 2007	
ScreenTonic SA	Microsoft	May 10, 2007	
SeeBeyond Technology	Sun	May 10, 2007	
Sequent Computer Systems	IBM	March 26, 2007	
SerCon	IBM	March 26, 2007	
Siebel Systems, Inc.	Oracle	May 10, 2007	
SilverStream Software	Novell	May 10, 2007	
Softek	IBM	March 26, 2007	
Softricity, Inc.	Microsoft	May 10, 2007	
SoftSolutions Technology	Novell	May 10, 2007	
Sprout	Comcast	March 6, 2005	
Star Acquisition Corporation	Oracle	May 10, 2007	
Stellent, Inc.	Oracle	May 10, 2007	
StorageTek	Sun	May 10, 2007	
Style	Comcast	March 6, 2005	
Sun Microsystems	N/A	May 10, 2007	
Sun Microsystems Federal	Sun	May 10, 2007	
SunExpress, Inc.	Sun	May 10, 2007	
SunSoft	Sun	May 10, 2007	
SuSE Linux, GmbH	Novell	May 10, 2007	
Susquehanna Communications	Comcast	March 6, 2005	
Sybari Software	Microsoft	May 10, 2007	
Taligent, Inc.	IBM	March 26, 2007	
Tally Systems Corporation	Novell	May 10, 2007	
Tanox	Genentech	March 6, 2005	
Technology Service Solutions	IBM	March 26, 2007	
Tellme	Microsoft	May 10, 2007	
Tivoli Systems	IBM	March 26, 2007	
Transarc Corporation	IBM	March 26, 2007	
TS Transaction, Inc.	WPP	September 14, 2007	



Special Agreement Hiring Policy
Protocol for “Restricted Hiring,” “Do Not Cold Call,” and
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Company	Parent Company	Effective Date	Other Notes
UNIX Systems Laboratories, Inc.	Novell	May 10, 2007	
Vermeer Technologies	Microsoft	May 10, 2007	
Versus	Comcast	March 6, 2005	
Volera	Novell	May 10, 2007	
Waveset Technologies	Sun	May 10, 2007	
WebTV Networks, Inc.	Microsoft	May 10, 2007	
Whale Communications	Microsoft	May 10, 2007	
Whistle Communications, Inc.	IBM	March 26, 2007	
Winternals	Microsoft	May 10, 2007	
WordPerfect	Novell	May 10, 2007	
WPP	N/A	September 14, 2007	
Ximian	Novell	May 10, 2007	
Young and Rubicam, Inc.	WPP	September 14, 2007	
Zarlink Semiconductor	Intel	March 6, 2005	



Special Agreement Hiring Policy
Protocol for “Restricted Hiring,” “Do Not Cold Call,” and
“Sensitive” Companies

Appendix B

Company	Parent Company	Other Notes
Advertising.com	AOL	
Alabama Radio Network	Clear Channel	
Alienware Corp., Inc.	Dell	
Aluria Software, LLC	EarthLink	
AOL, Inc.	N/A	
Ask.com	N/A	
Bloglines	Ask.com	
Bravo	Flextech	
Capstar	Clear Channel	
CCE Spinco, Inc.	Clear Channel	
Cidco, Inc.	EarthLink	
Clear Channel Communications, Inc.	N/A	
CompuServe Interactive Services, Inc.	AOL	
Dell, Inc.	N/A	
Digital City, Inc.	AOL	
Digital Marketing Services, Inc.	AOL	
Direct Hit / Teoma	Ask.com	
EarthLink, Inc.	N/A	
Eastern Group Telecoms	Virgin Media	
Eller Media Company	Clear Channel	
Excite	Ask.com	
Flextech Television	Virgin Media	
Florida’s Radio Networks	Clear Channel	
Helio	Earthlink	
ICQ, Inc.	AOL	
ImagiNation Network, Inc.	AOL	
Instant Live, LLC	Clear Channel	
Interactive Search Holdings	Ask.com	
iWon.com	Ask.com	
Johnson-Grace	AOL	
LIVINGtv	Flextech	



Special Agreement Hiring Policy
Protocol for “Restricted Hiring,” “Do Not Cold Call,” and
“Sensitive” Companies

Company	Parent Company	Other Notes
MapQuest	AOL	
Mindspring	EarthLink	
MyWay.com	Ask.com	
Netscape Communications	AOL	
New Edge Networks	EarthLink	
NSN Network Services	Clear Channel	
Nullsoft	AOL	
PeoplePC	EarthLink	
Premiere Radio Networks, Inc.	Clear Channel	
Premium TV Ventures, Ltd.	Virgin Media	
SFX Sports Group	Clear Channel	
Shoreline Amphitheater Partners	Clear Channel	
Tegic Communications	AOL	
Telewest Global, Inc.	Virgin Media	
Tennessee Radio Networks	Clear Channel	
Virgin Media, Inc. (NTL, Inc.)	N/A	Changed from NTL in 2007



Hiring Policies and Protocols

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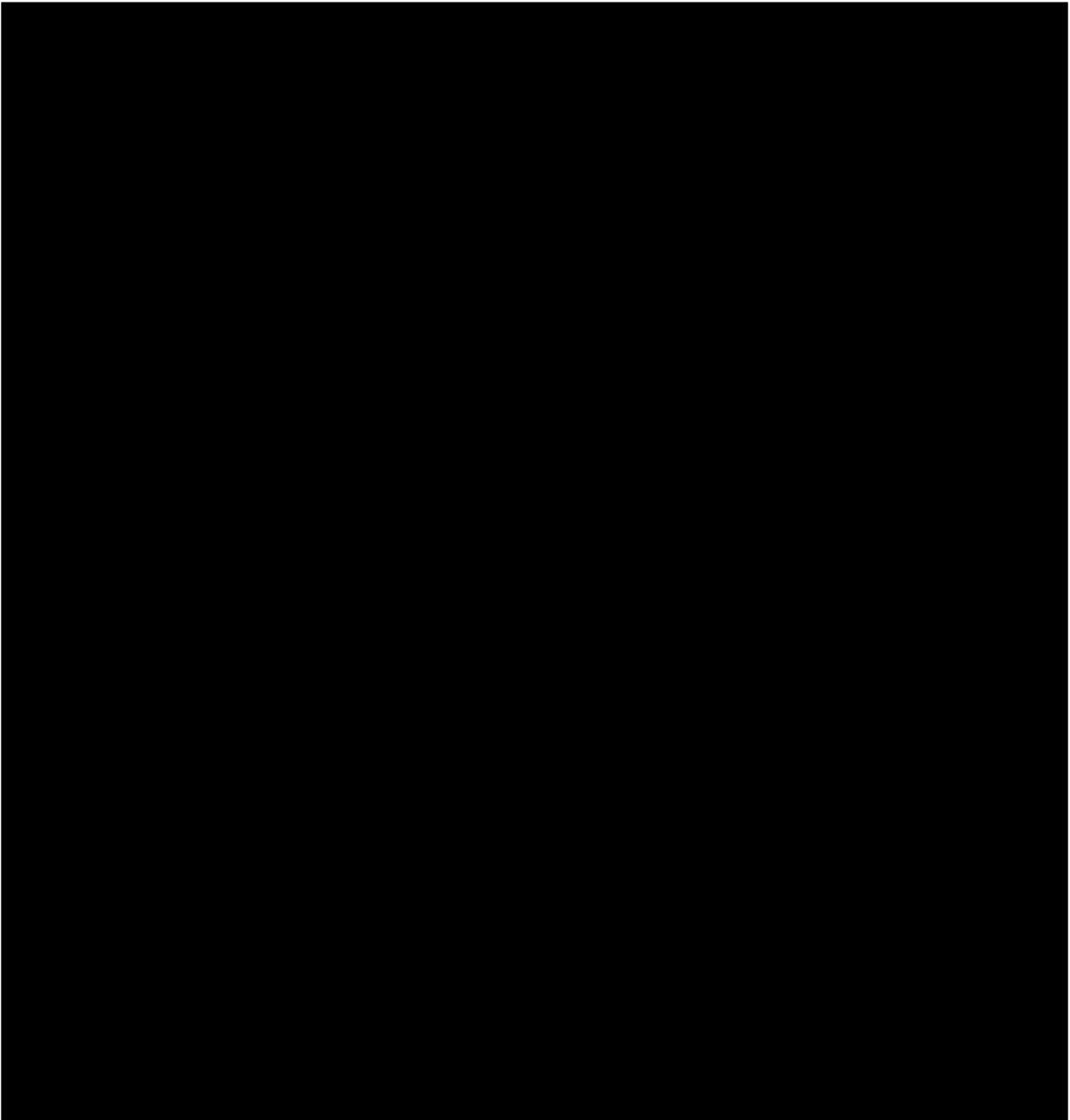


Hiring Policies and Protocols

Overview

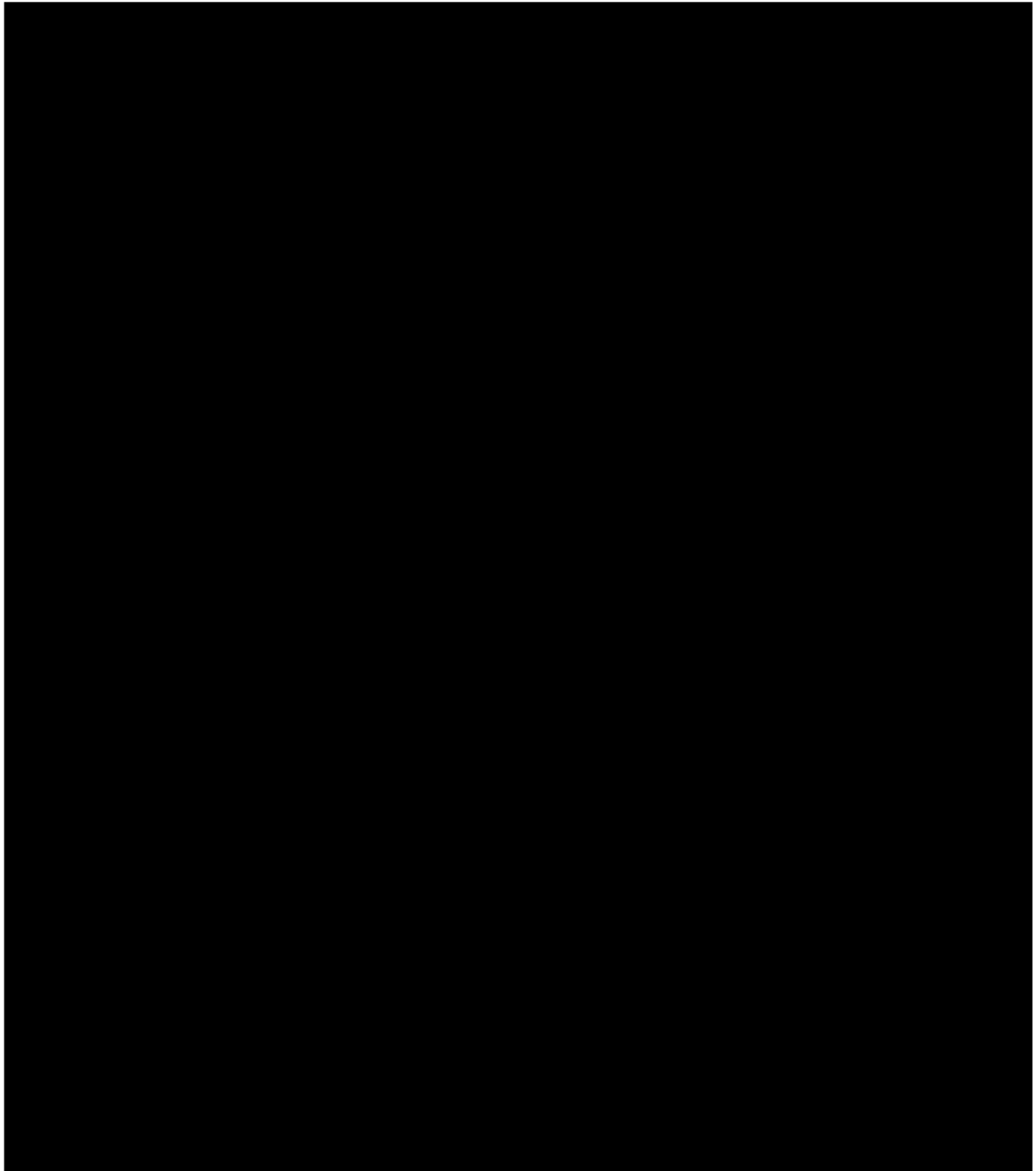


Google's Hiring Guidelines





Hiring Do's and Don'ts





Hiring Policies and Protocols

Legal Compliance and Protocols

Google™





Special Agreement Hiring Policy

Protocol for “Restricted Hiring,” “Do Not Cold Call,” and “Sensitive” Companies

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- Comcast Corporation
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Due to our partnerships, the following companies (and by association, their subsidiaries listed in Appendix B) fall under the **“Sensitive”** companies list:

Parent Companies:

- AOL, Inc.
- Ask.com
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- Dell, Inc.
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For each of these **“Sensitive”** companies we agreed to the following protocol:

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U.S. Staffing Partners		
Vendor Name	Location	Specialty
Accounting Network	Bay Area	Finance
Accountants Plus	Bay Area	Finance
Adecco	All U.S.	All
Career Group	Bay Area, New York, Los Angeles	G&A, Marketing
CDI Business Solutions	All U.S.	Eng, Ops
Core Staffing	New York	G&A
Duran HCP, Inc.	Bay Area	G&A (HR/Staffing), Eng, Ops
Globe Consultants	Bay Area	Eng, Ops
Hicks Consulting	All U.S.	All
Indosys	Bay Area	Eng, Ops, Sales, Marketing
IT Ascent	All U.S.	All
Kelly Services	All U.S.	All
Kforce	All U.S.	Eng, Ops, Finance
Mainz Brady Group	Bay Area, Portland	Eng, Ops, Product, Sales, SalesOps, Recruiting
Mindsource	Bay Area	Eng, Ops, Product
Modis IT	All U.S.	Eng, Ops
Nelson Staffing Solutions	Bay Area	G&A, Sales, Marketing
TechSource	Bay Area	Eng, Ops

International Staffing Partners	
Vendor Name	Location
Kelly Services	Australia
Tradicao (Kelly Partner)	Brazil
Kelly Services	France
Kelly Services	Germany
Kelly Services	Hungary
Kelly Services	Italy
Kelly Services	Netherlands
Kelly Services	Norway
Kelly Services	Russia
Kelly Services	Spain
Kelly Services	Sweden
Kelly Services	Switzerland
Intelligent Manpower (Kelly Partner)	Taiwan
Kelly Services	UK



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FileMaker	Apple	March 6, 2005	
FirstPerson, Inc.	Sun	May 10, 2007	
Frontbridge	Microsoft	May 10, 2007	
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Hyperion Solutions	Oracle	May 10, 2007	
IBM Corporation	N/A	March 26, 2007	Junior hires okay
IBM Research Center—Haifa, Israel	IBM	March 6, 2007	
Illulmita	N/A	January 7, 2008	Until December 31, 2008
Income Dynamics, Inc.	Intuit	June 5, 2007	
Intel Corporation	N/A	March 6, 2005	
Interactive Insurance Services	Intuit	June 5, 2007	
Internet Security Systems, Inc.	IBM	March 26, 2007	
Intuit	N/A	June 5, 2007	
ISM Canada	IBM	March 26, 2007	
iView Multimedia Ltd.	Microsoft	May 10, 2007	
J. Walter Thompson Company, Inc.	WPP	September 14, 2007	
Lotus Development Corporation	IBM	March 26, 2007	
Management Reports, Inc.	Intuit	June 5, 2007	
Mando Corporation Limited	WPP	September 14, 2007	
Massive, Inc.	Microsoft	May 10, 2007	
MDTVISION	IBM	March 26, 2007	
Microsoft, Inc.	N/A	May 10, 2007	
MRI Real Estate Solutions	Intuit	June 5, 2007	
MRO, Inc.	IBM	March 26, 2007	
MyCorporation Business Services, Inc.	Intuit	June 5, 2007	
Mylex Corporation	IBM	March 26, 2007	
NetSol (Network Solutions, India)	IBM	March 26, 2007	
Network Computer, Inc.	Oracle	May 10, 2007	
Novell	N/A	May 10, 2007	
Object Technology International	IBM	March 26, 2007	
Ogilvy	WPP	September 14, 2007	
The Ogilvy Group Inc.	WPP	September 14, 2007	
OnCall	WPP	September 14, 2007	
Oracle	N/A	May 10, 2007	
Parity Software	Intel	March 6, 2005	
PeopleSoft	Oracle	May 10, 2007	



Special Agreement Hiring Policy

Protocol for "Restricted Hiring," "Do Not Cold Call," and "Sensitive" Companies

Company	Parent Company	Effective Date	Other Notes
PlaceWare, Inc.	Microsoft	May 10, 2007	
Portal Software, Inc.	Oracle	May 10, 2007	
Potter Acquisition Corporation	Oracle	May 10, 2007	
ProClarity	Microsoft	May 10, 2007	
Proxima Informatica Srl	IBM	March 26, 2007	
Quicken Investment Services, Inc.	Intuit	June 5, 2007	
Quinn Gillespie & Associates	WPP	September 14, 2007	
ScreenTonic SA	Microsoft	May 10, 2007	
SeeBeyond Technology	Sun	May 10, 2007	
Sequent Computer Systems	IBM	March 26, 2007	
SerCon	IBM	March 26, 2007	
Siebel Systems, Inc.	Oracle	May 10, 2007	
SilverStream Software	Novell	May 10, 2007	
Softek	IBM	March 26, 2007	
Softricity, Inc.	Microsoft	May 10, 2007	
SoftSolutions Technology	Novell	May 10, 2007	
Sprout	Comcast	March 6, 2005	
Star Acquisition Corporation	Oracle	May 10, 2007	
Stellent, Inc.	Oracle	May 10, 2007	
StorageTek	Sun	May 10, 2007	
Style	Comcast	March 6, 2005	
Sun Microsystems	N/A	May 10, 2007	
Sun Microsystems Federal	Sun	May 10, 2007	
SunExpress, Inc.	Sun	May 10, 2007	
SunSoft	Sun	May 10, 2007	
SuSE Linux, GmbH	Novell	May 10, 2007	
Susquehanna Communications	Comcast	March 6, 2005	
Sybari Software	Microsoft	May 10, 2007	
Taligent, Inc.	IBM	March 26, 2007	
Tally Systems Corporation	Novell	May 10, 2007	
Tanox	Genentech	March 6, 2005	
Technology Service Solutions	IBM	March 26, 2007	
Tellme	Microsoft	May 10, 2007	
Tivoli Systems	IBM	March 26, 2007	
Transarc Corporation	IBM	March 26, 2007	
TS Transaction, Inc.	WPP	September 14, 2007	



Special Agreement Hiring Policy
Protocol for “Restricted Hiring,” “Do Not Cold Call,” and
“Sensitive” Companies

Company	Parent Company	Effective Date	Other Notes
UNIX Systems Laboratories, Inc.	Novell	May 10, 2007	
Vermeer Technologies	Microsoft	May 10, 2007	
Versus	Comcast	March 6, 2005	
Volera	Novell	May 10, 2007	
Waveset Technologies	Sun	May 10, 2007	
WebTV Networks, Inc.	Microsoft	May 10, 2007	
Whale Communications	Microsoft	May 10, 2007	
Whistle Communications, Inc.	IBM	March 26, 2007	
Winternals	Microsoft	May 10, 2007	
WordPerfect	Novell	May 10, 2007	
WPP	N/A	September 14, 2007	
Ximian	Novell	May 10, 2007	
Young and Rubicam, Inc.	WPP	September 14, 2007	
Zarlink Semiconductor	Intel	March 6, 2005	



Special Agreement Hiring Policy
Protocol for “Restricted Hiring,” “Do Not Cold Call,” and
“Sensitive” Companies

Appendix B

Company	Parent Company	Other Notes
Advertising.com	AOL	
Alabama Radio Network	Clear Channel	
Alienware Corp., Inc.	Dell	
Aluria Software, LLC	EarthLink	
AOL, Inc.	N/A	
Ask.com	N/A	
Bloglines	Ask.com	
Bravo	Flextech	
Capstar	Clear Channel	
CCE Spincor, Inc.	Clear Channel	
Cidco, Inc.	EarthLink	
Clear Channel Communications, Inc.	N/A	
CompuServe Interactive Services, Inc.	AOL	
Dell, Inc.	N/A	
Digital City, Inc.	AOL	
Digital Marketing Services, Inc.	AOL	
Direct Hit / Teoma	Ask.com	
EarthLink, Inc.	N/A	
Eastern Group Telecoms	Virgin Media	
Eller Media Company	Clear Channel	
Excite	Ask.com	
Flextech Television	Virgin Media	
Florida’s Radio Networks	Clear Channel	
Helio	Earthlink	
ICQ, Inc.	AOL	
ImagiNation Network, Inc.	AOL	
Instant Live, LLC	Clear Channel	
Interactive Search Holdings	Ask.com	
iWon.com	Ask.com	
Johnson-Grace	AOL	
LIVINGtv	Flextech	

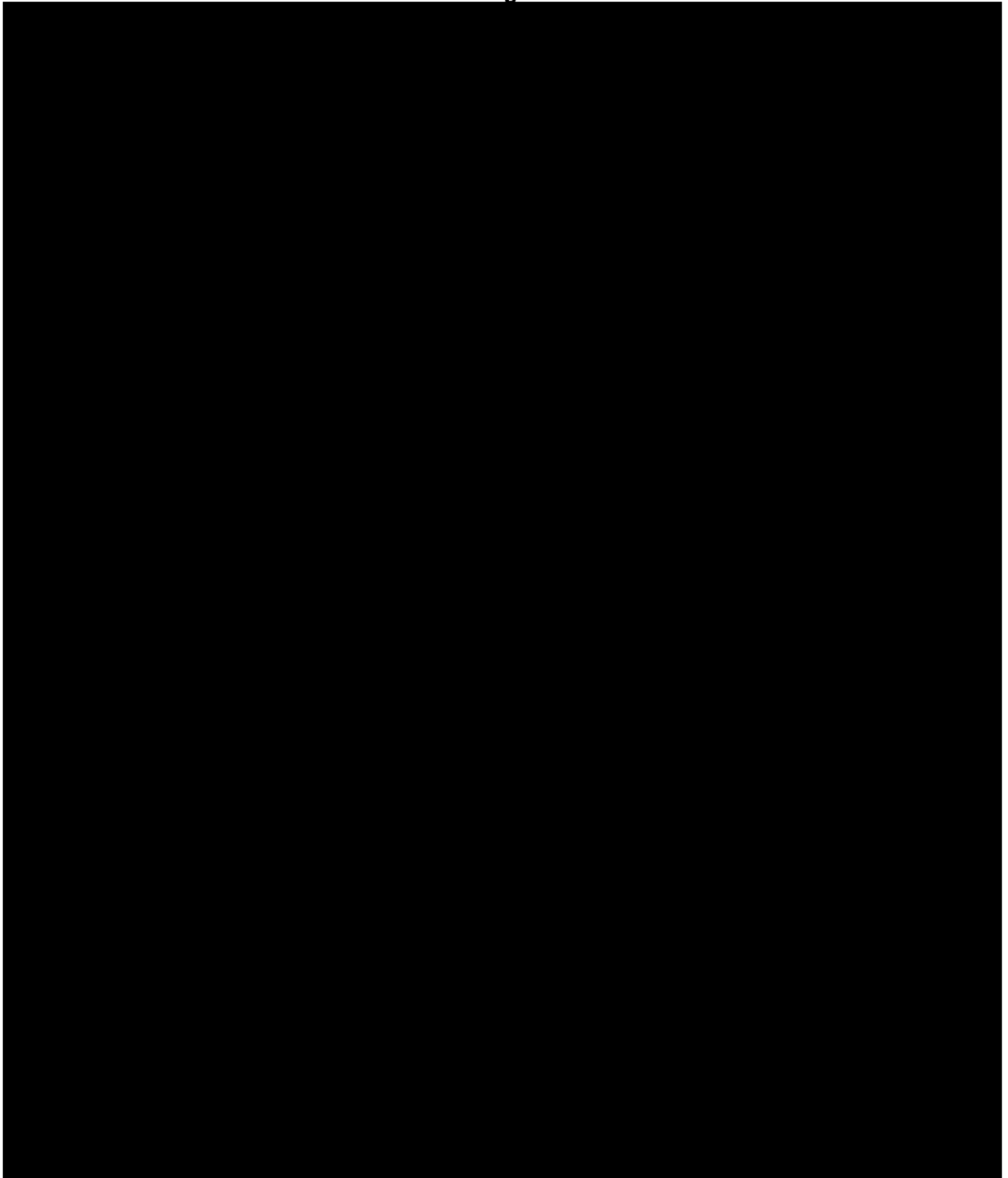


Special Agreement Hiring Policy
Protocol for “Restricted Hiring,” “Do Not Cold Call,” and
“Sensitive” Companies

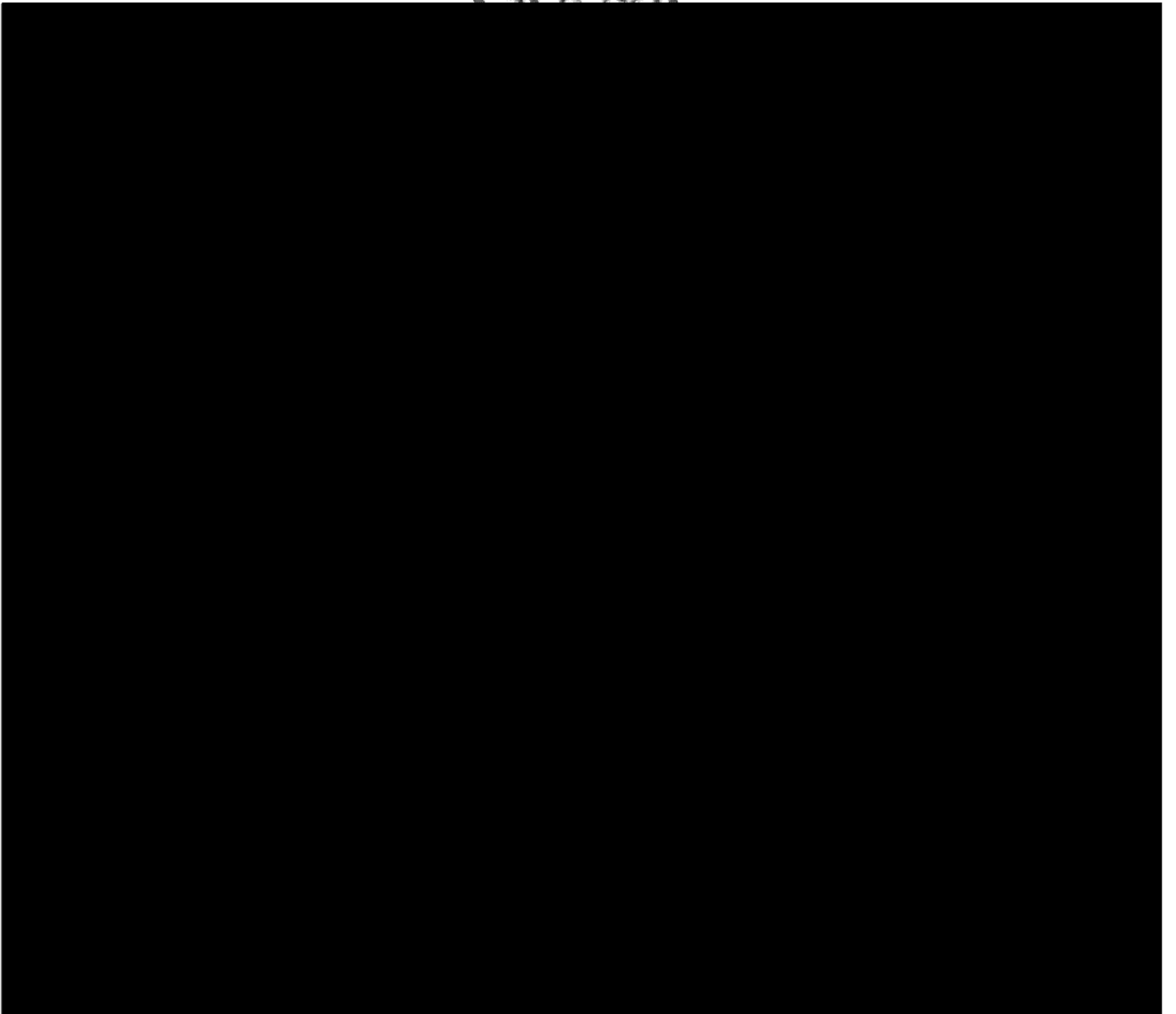
Company	Parent Company	Other Notes
MapQuest	AOL	
Mindspring	EarthLink	
MyWay.com	Ask.com	
Netscape Communications	AOL	
New Edge Networks	EarthLink	
NSN Network Services	Clear Channel	
Nullsoft	AOL	
PeoplePC	EarthLink	
Premiere Radio Networks, Inc.	Clear Channel	
Premium TV Ventures, Ltd.	Virgin Media	
SFX Sports Group	Clear Channel	
Shoreline Amphitheater Partners	Clear Channel	
Tegic Communications	AOL	
Telewest Global, Inc.	Virgin Media	
Tennessee Radio Networks	Clear Channel	
Virgin Media, Inc. (NTL, Inc.)	N/A	Changed from NTL in 2007



**Helping Candidates Comply with Confidential Information
and Non-Solicit Agreements**



Google™



Signature of Candidate

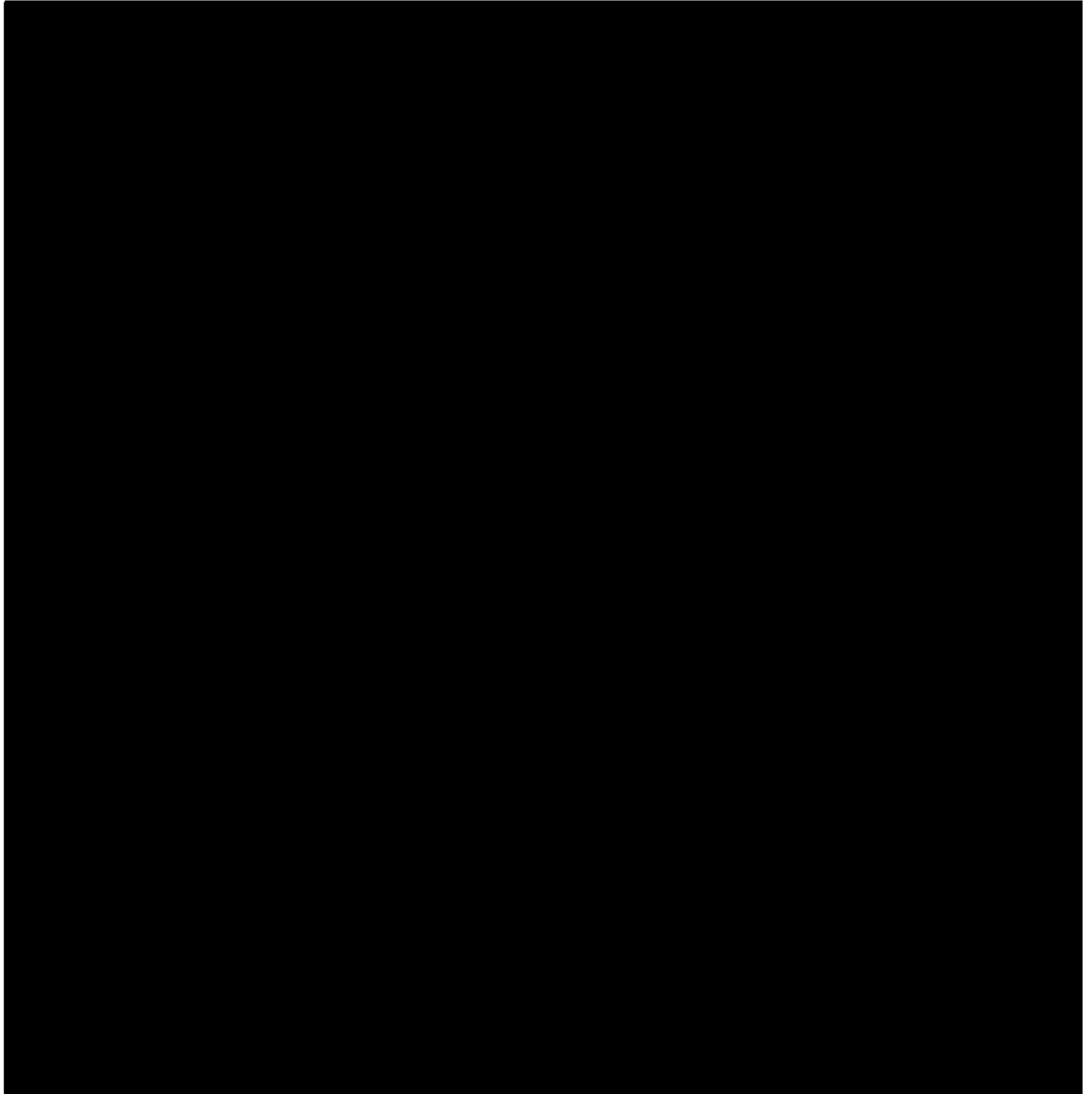
Name of Candidate (Please print)

Date



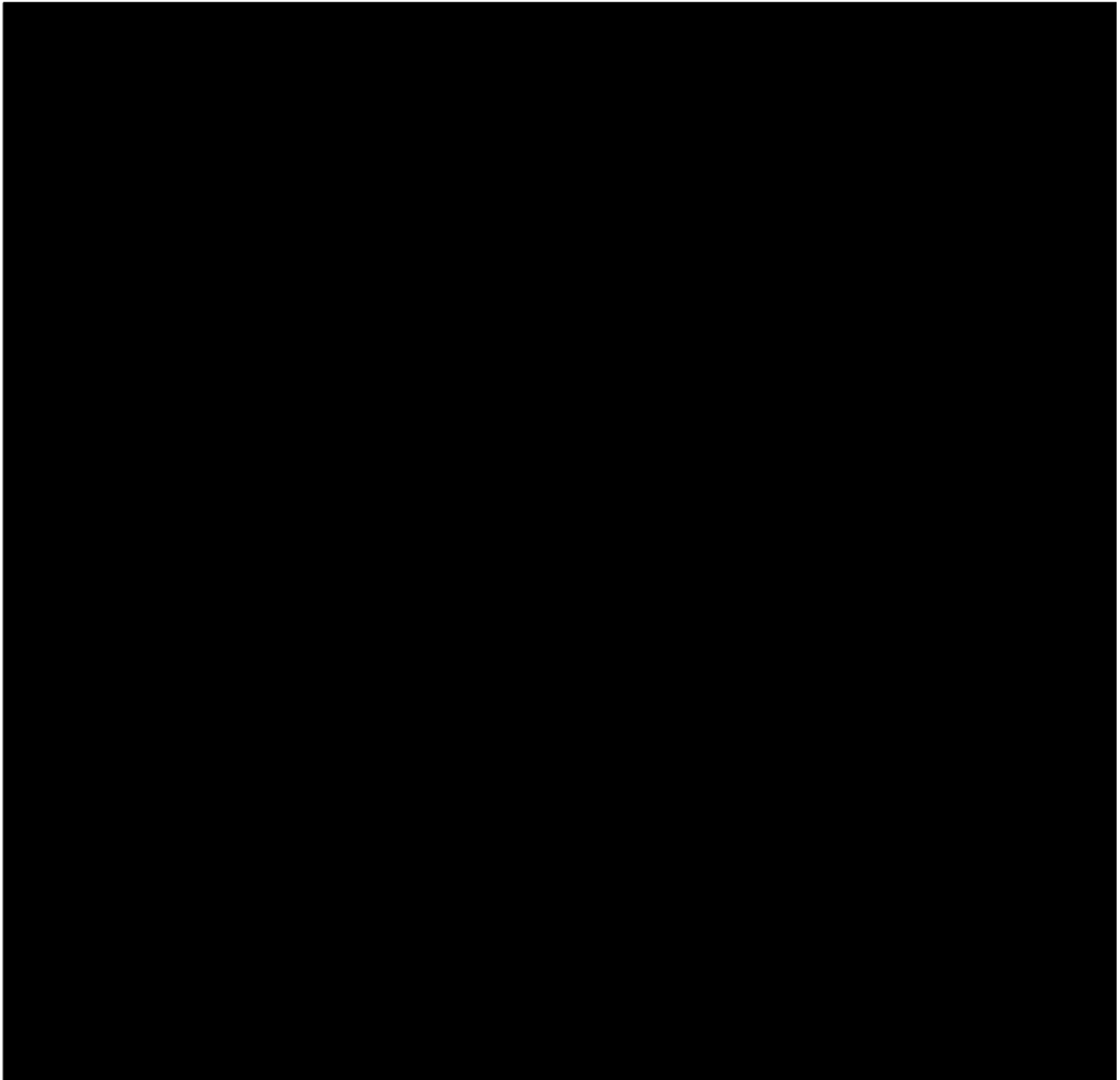
Non-Disclosure Guidelines

To: Google Candidates
From: Google Staffing



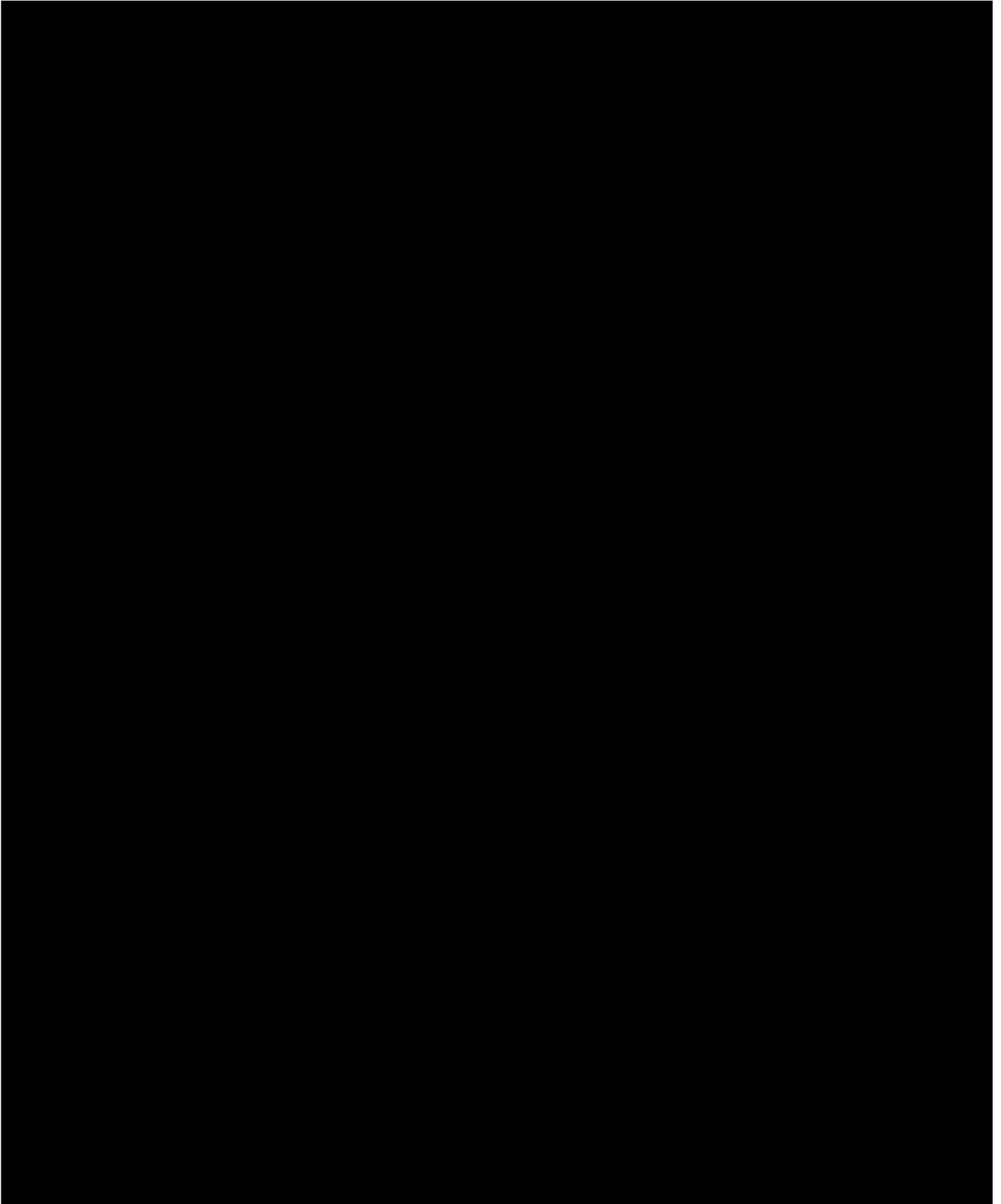


NON-DISCLOSURE AGREEMENT

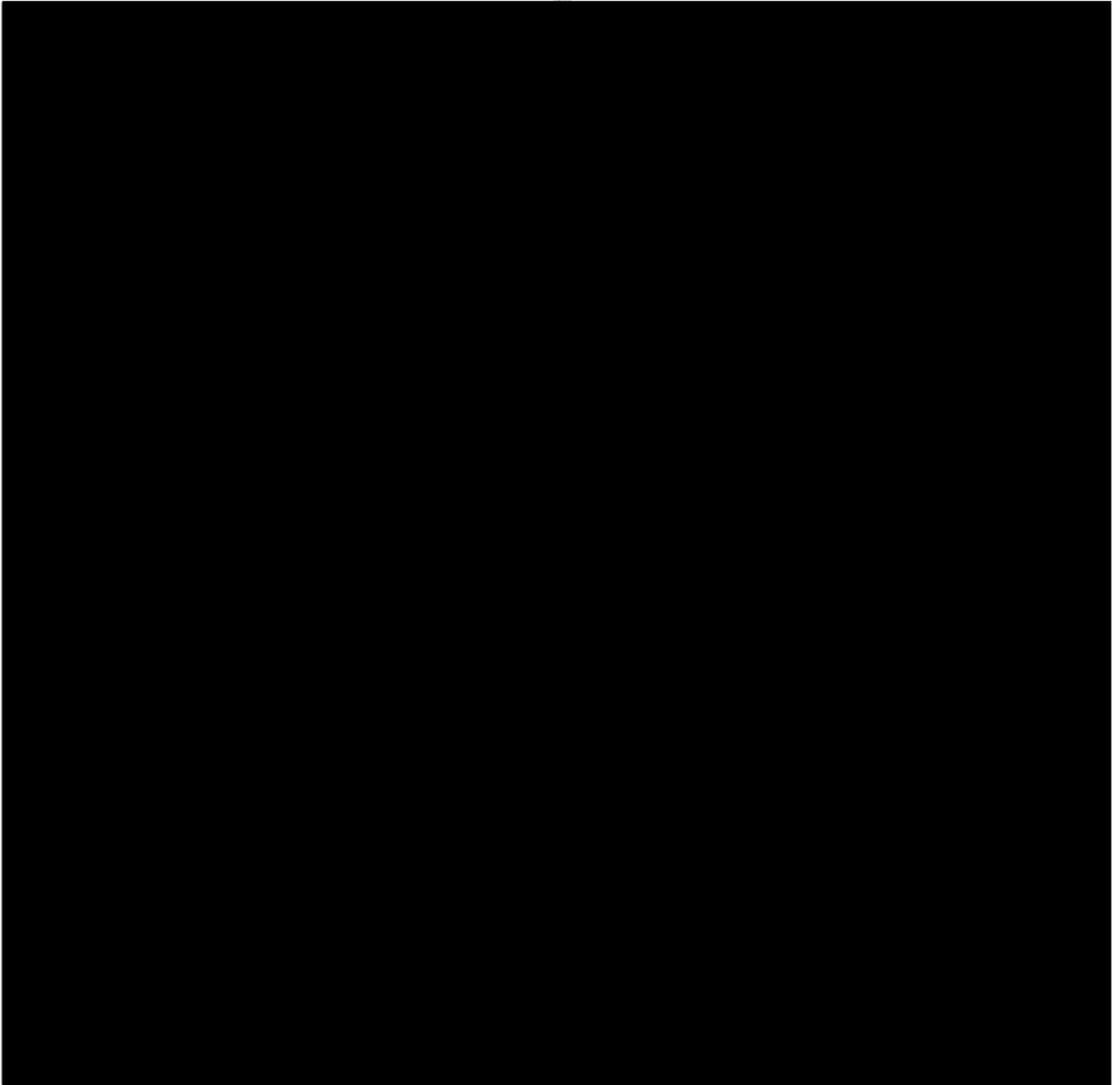




To: Prospective Googlers
From: Google Staffing

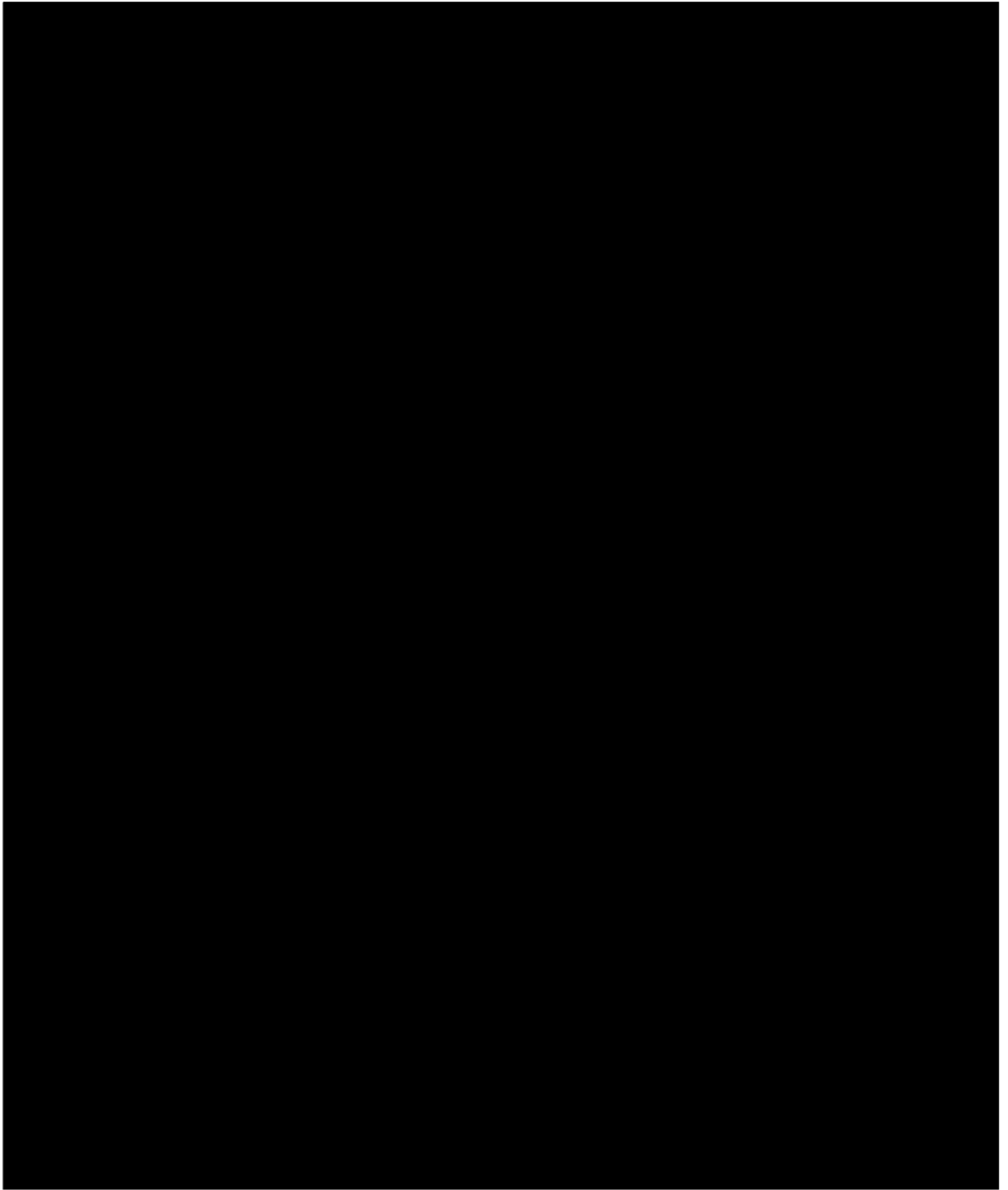


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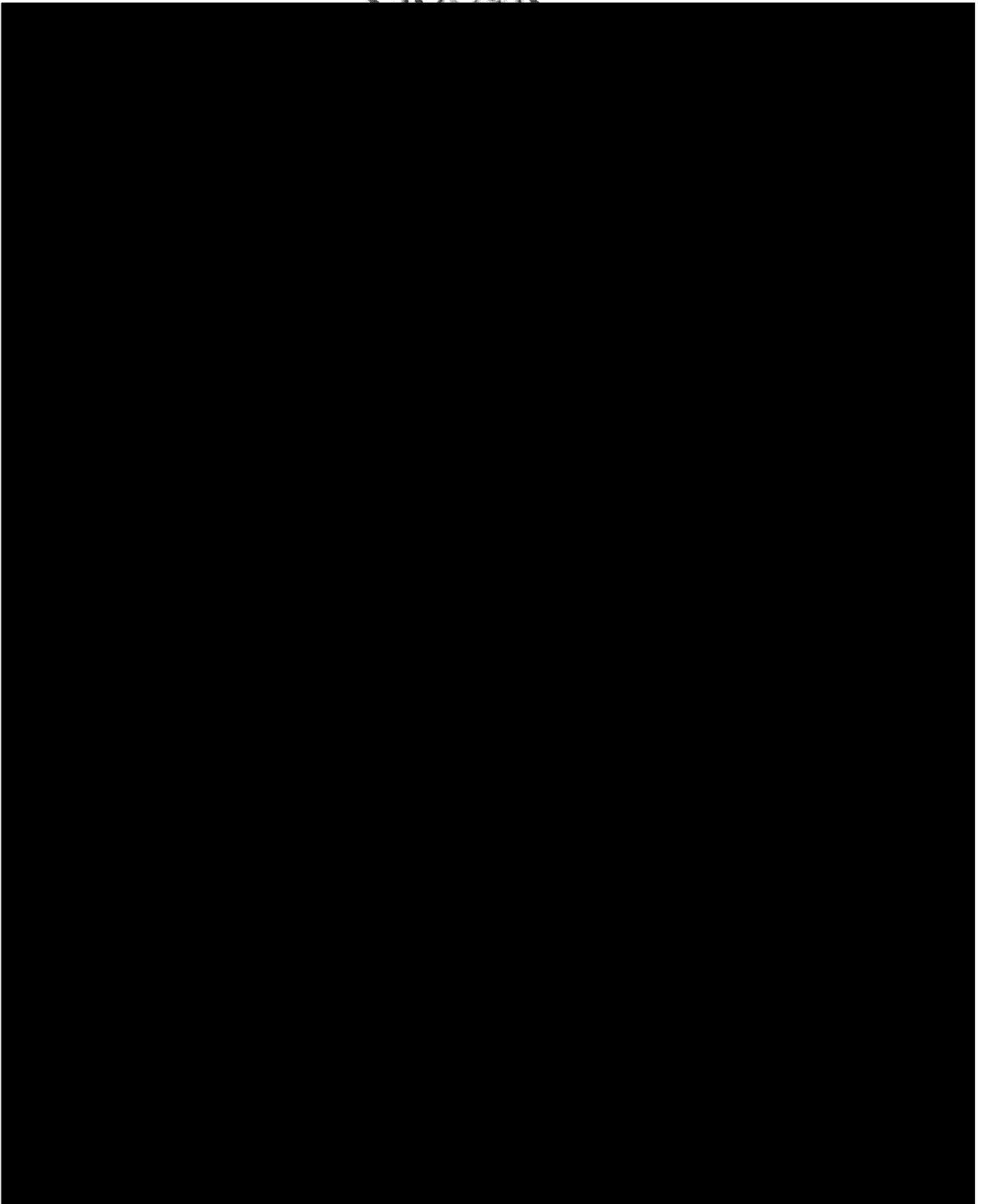
FAQ: Employee Intellectual Property Rights



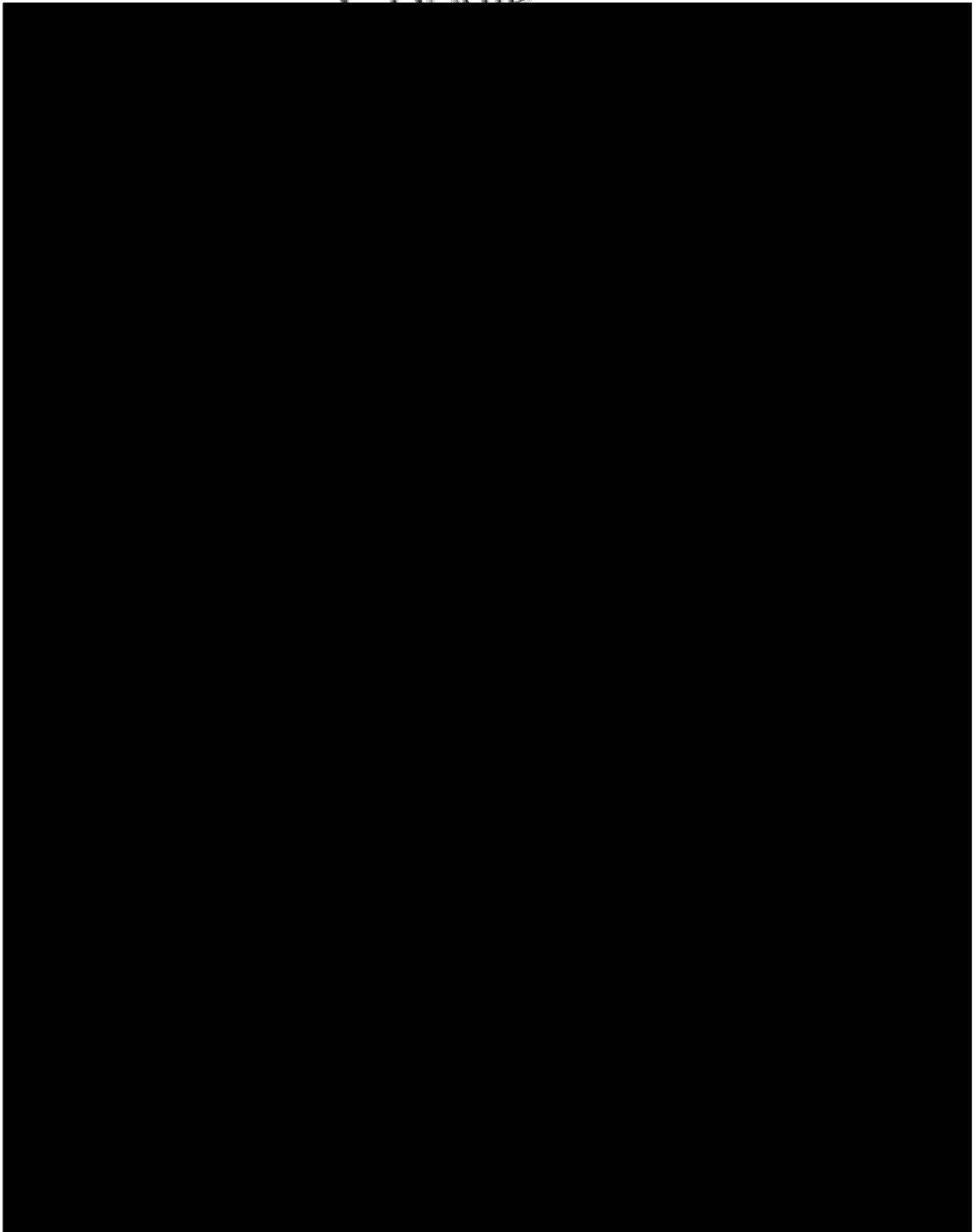
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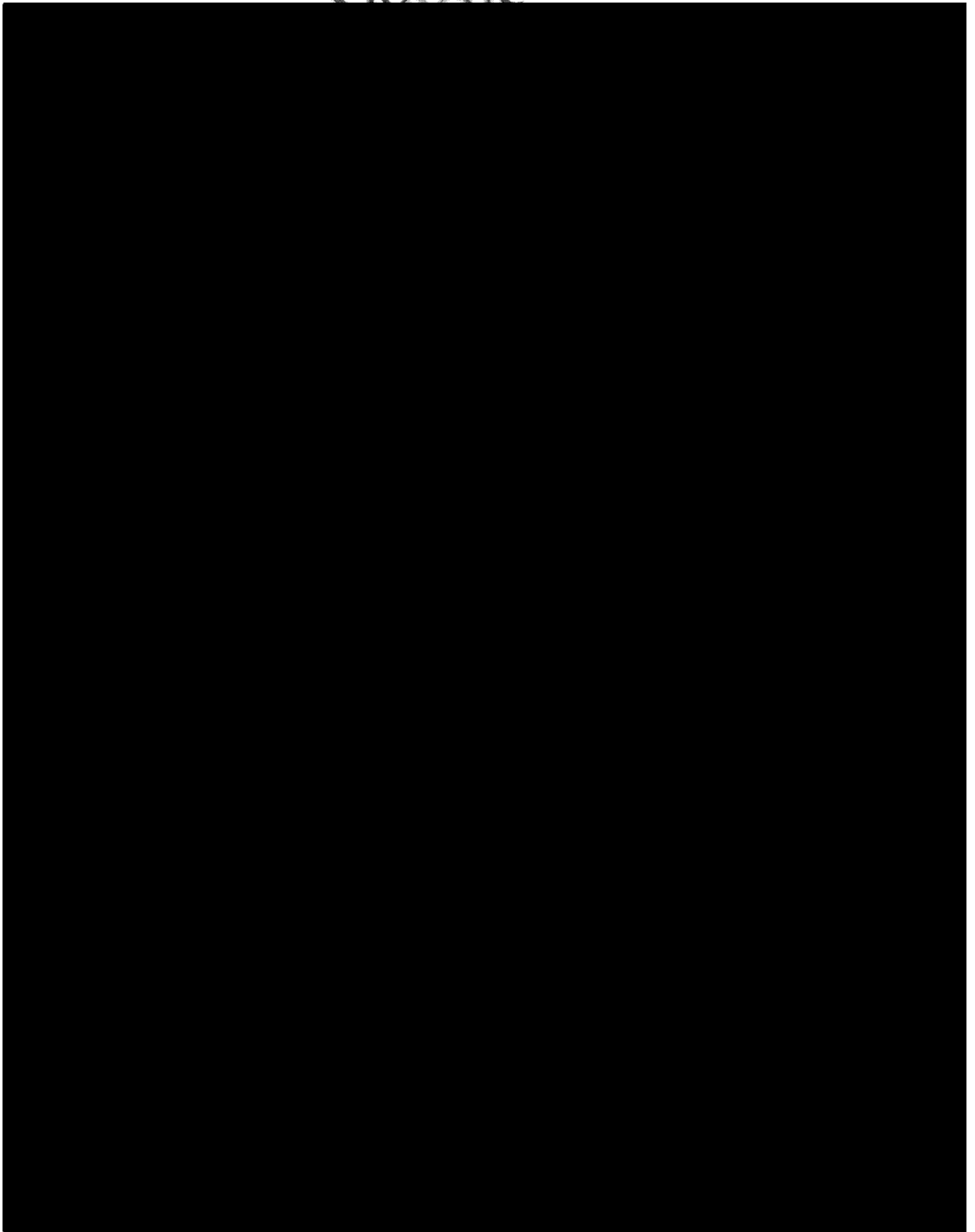
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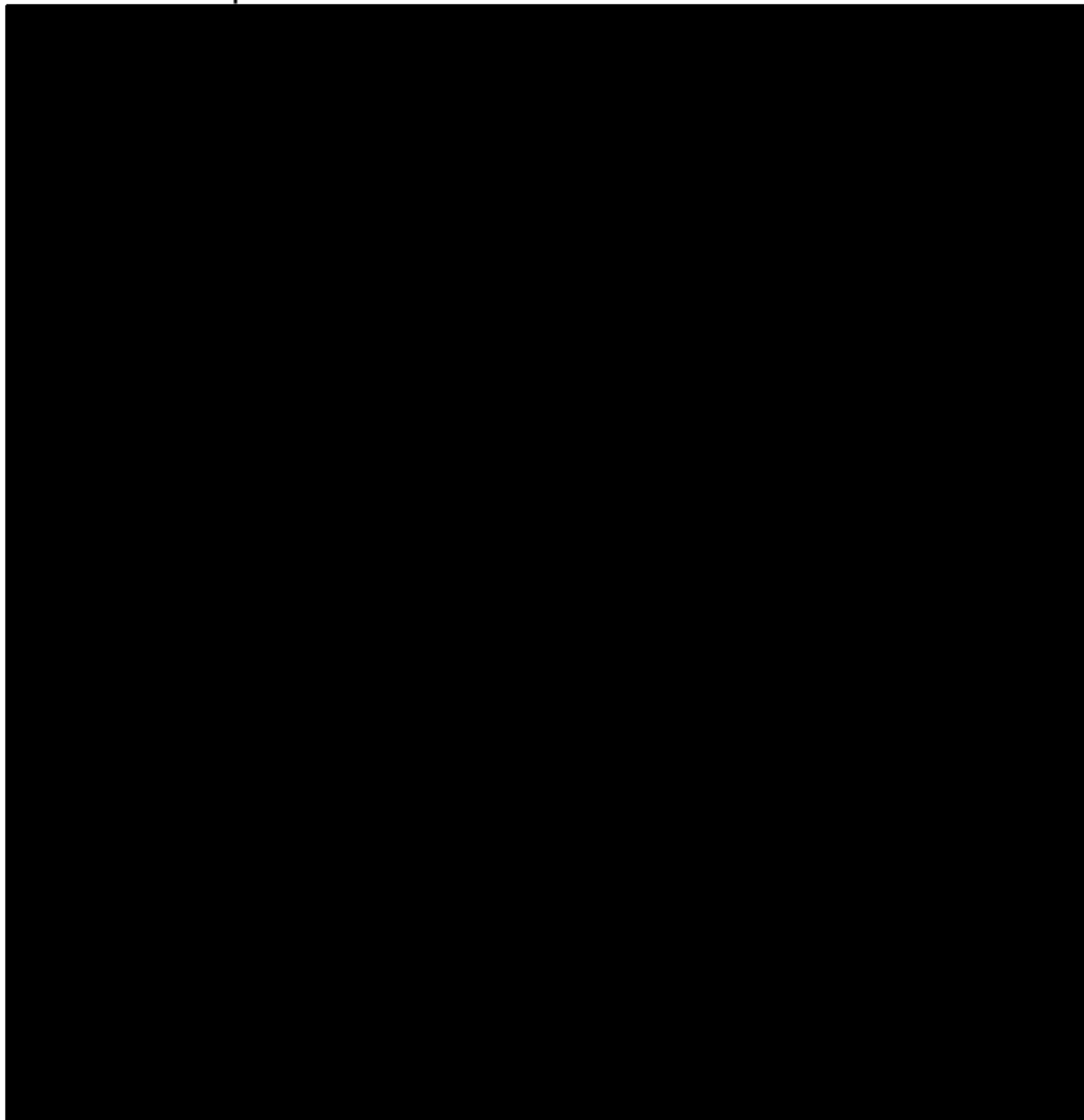


FAQ: Non-Compete and Non-Solicit and Confidentiality Agreements

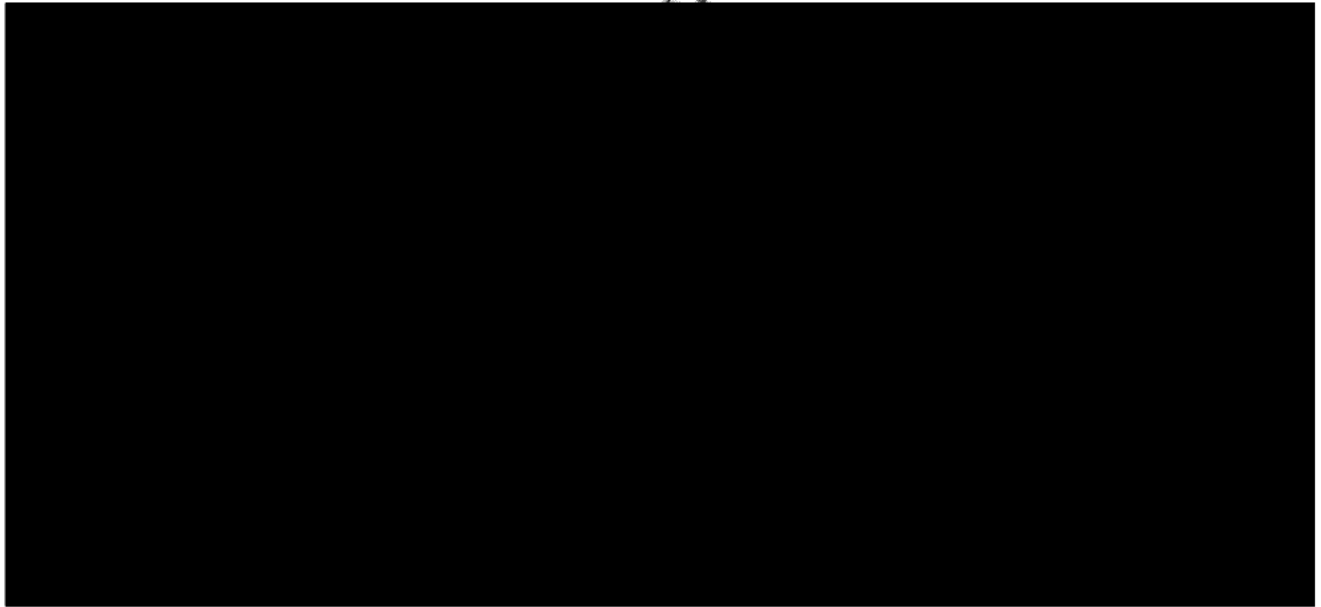
Background: Many of you get questions from candidates about the scope and application of non-compete or non-solicit agreements or issues relating to a candidate's confidentiality obligations. You also know that many of our competitors closely scrutinize our hiring practices, so we take special precautions when hiring at certain levels from those companies.

THREE TYPES OF CONSTRAINTS

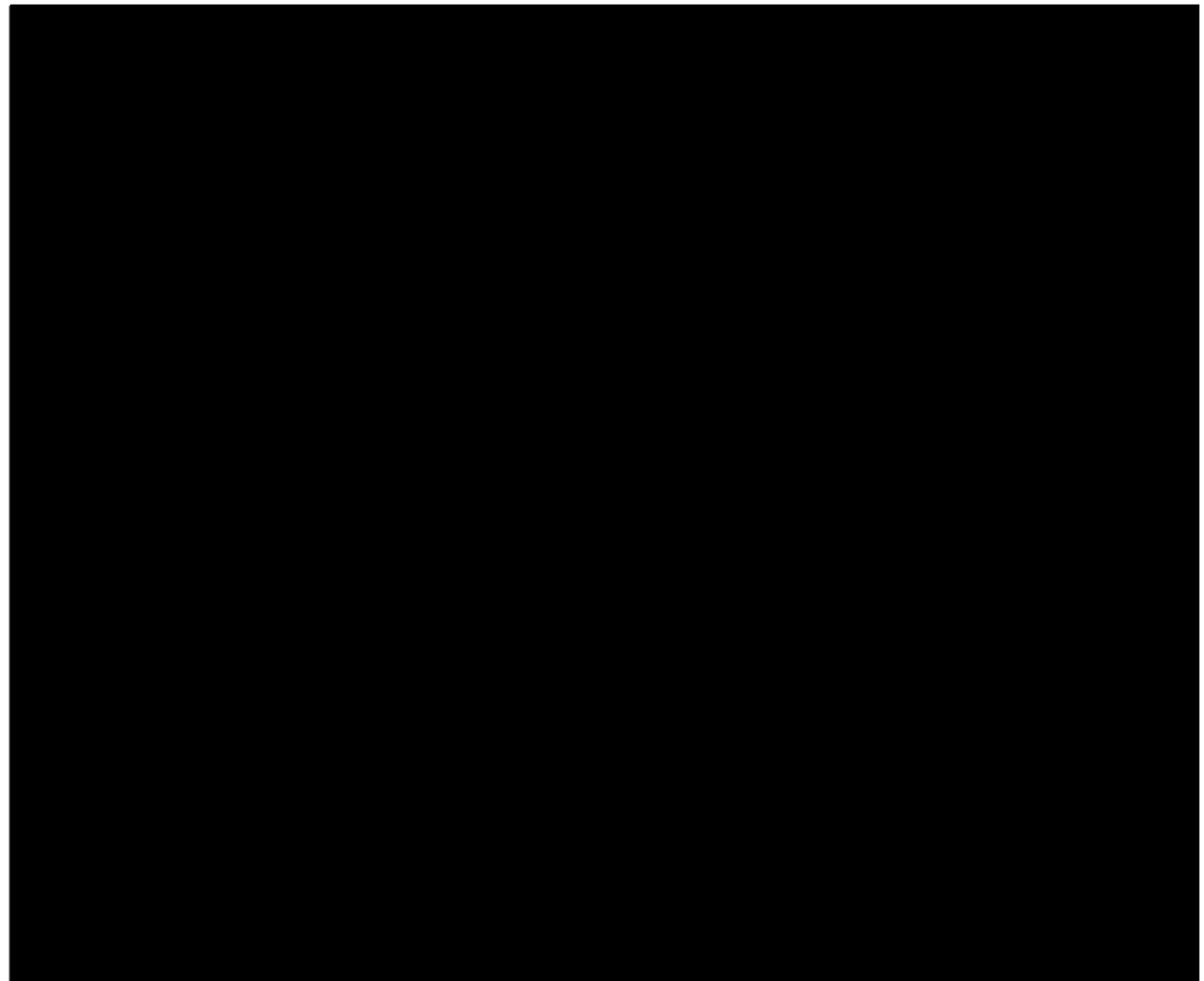
I. Non-Compete Provision



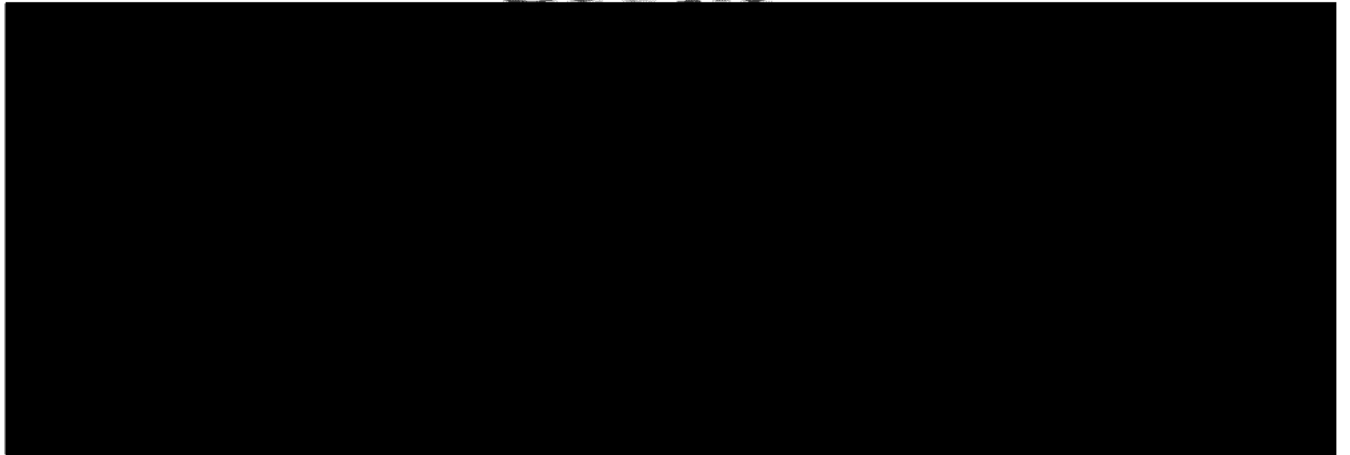
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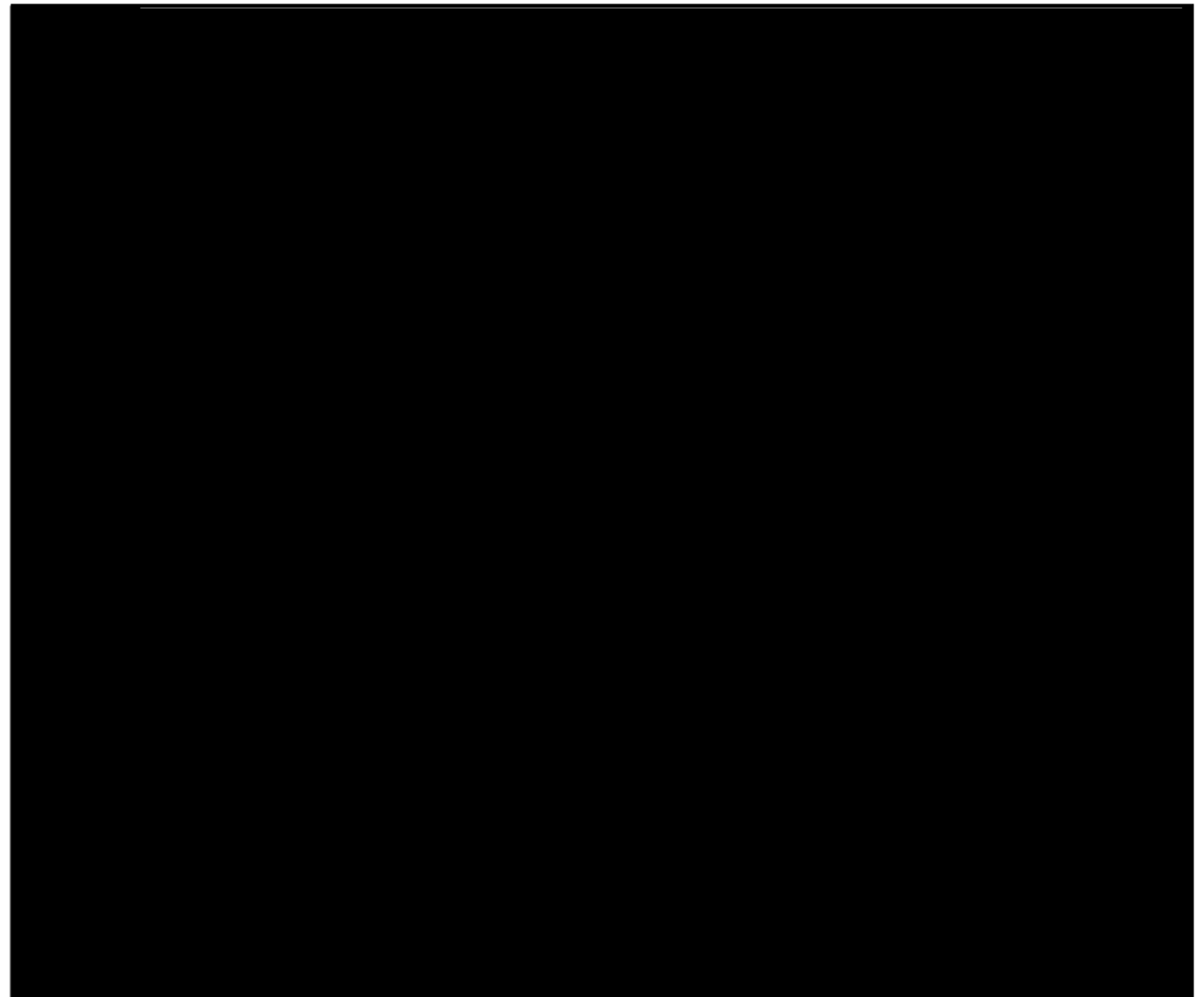
II. Non-Solicit Provision



Google™



III. Confidentiality Agreements and Obligations





Sample Confidentiality Provision

Company Information. I agree at all times during the term of my employment and thereafter, to hold in strictest confidence, and not to use, except for the benefit of the Company, or to disclose to any person, firm or corporation without written authorization of the Board of Directors of the Company, any Confidential Information of the Company, except under a non-disclosure agreement duly authorized and executed by the Company. I understand that "Confidential Information" means any Company proprietary non-public information that relates to the actual or anticipated business or research and development of the Company, technical data, trade secrets or know-how, including, but not limited to, research, product plans, or other information regarding Company's products or services and markets, therefore, customer lists and customers (including, but not limited to, customers of the Company on whom I called or with whom I became acquainted during the term of my employment), software, developments, inventions, processes, formulas, technology, designs, drawings, engineering, hardware configuration information, marketing, finances or other business information. I further understand that Confidential Information does not include any of the foregoing items which have become publicly known and made generally available through no wrongful act of mine or of others who were under confidentiality obligations as to the item or items involved or improvements or new versions thereof.

More Questions & Answers

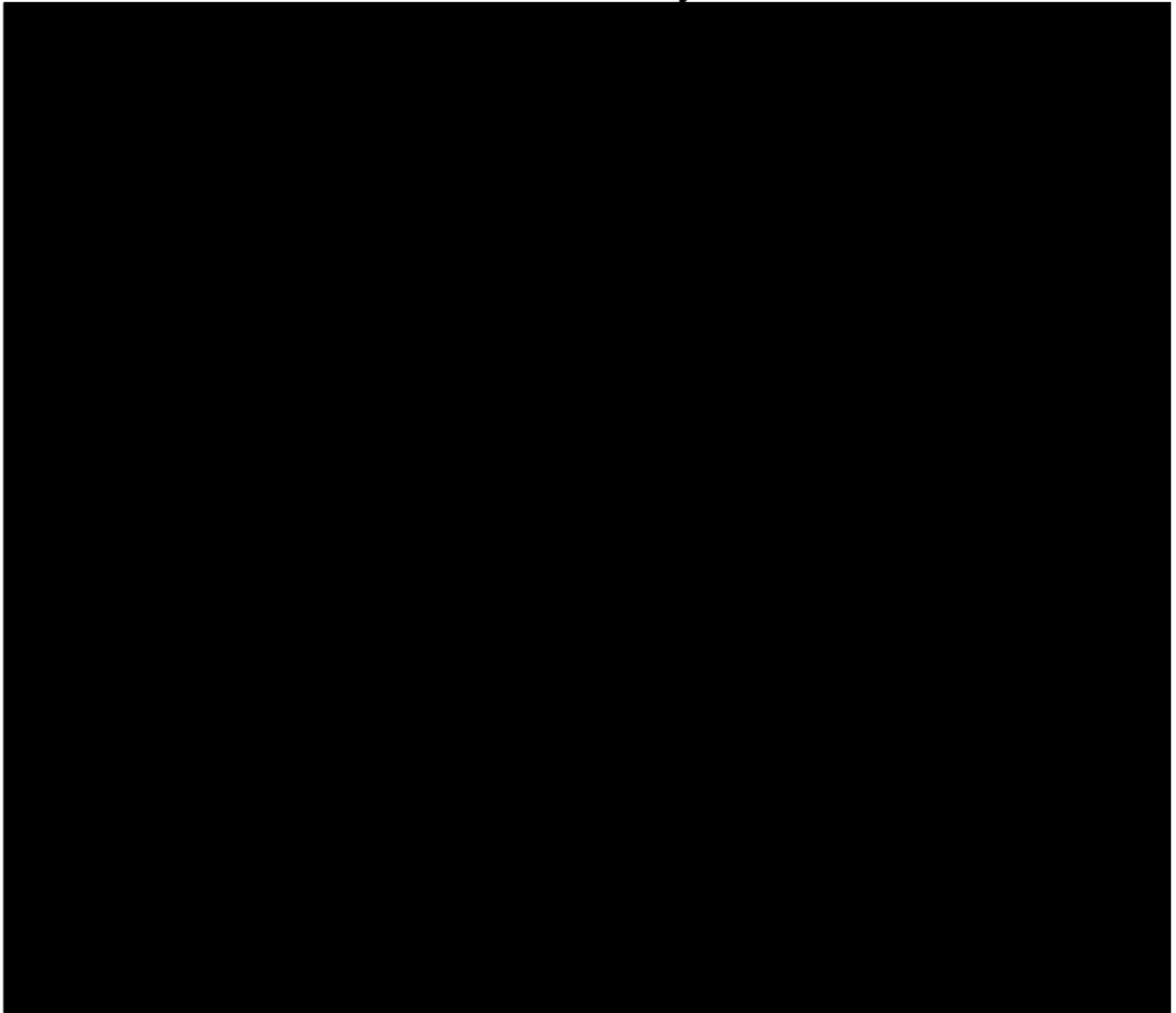


Hiring Policies and Protocols

General Guidelines and Policies

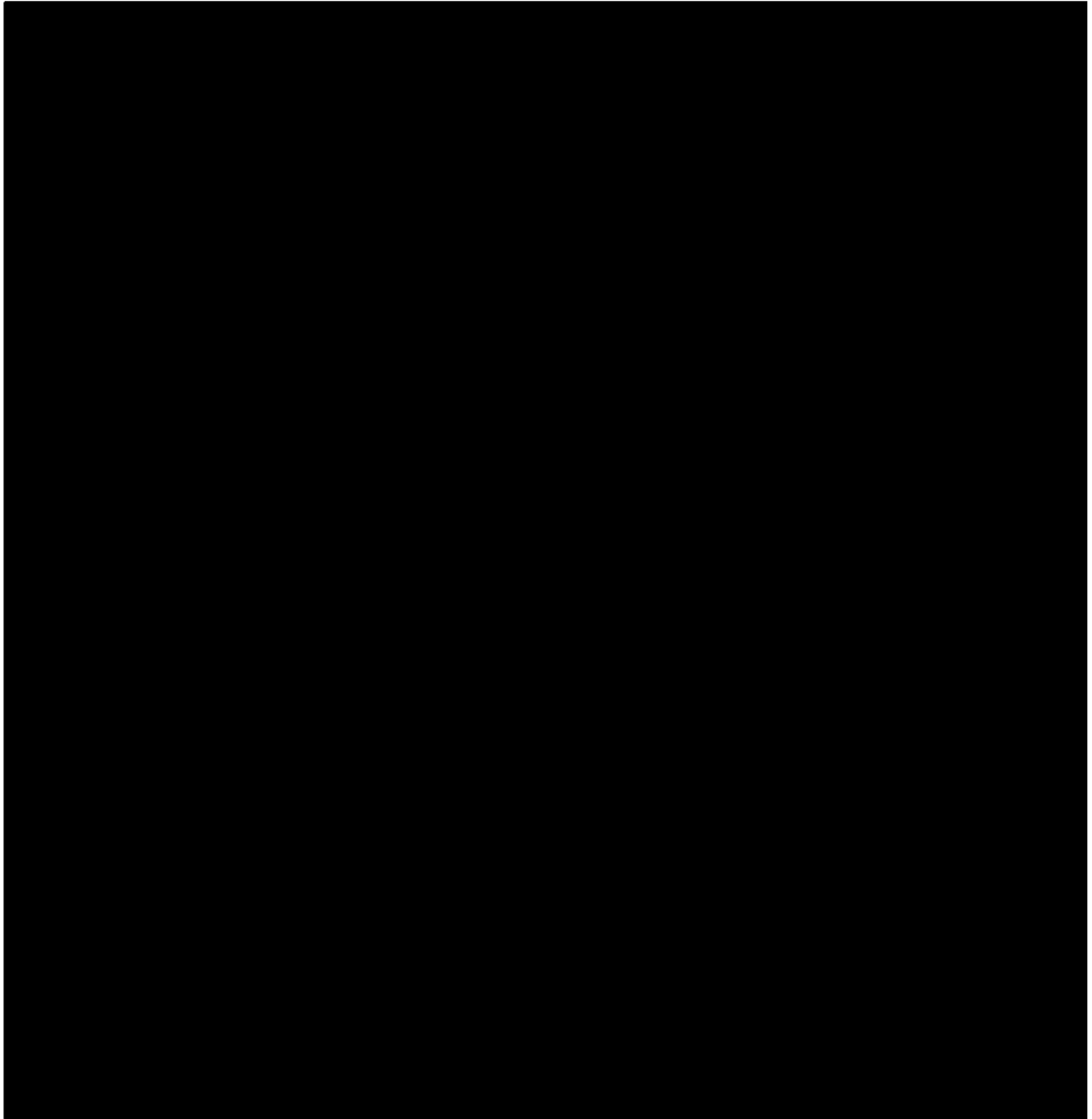


Rule of 7 Policy



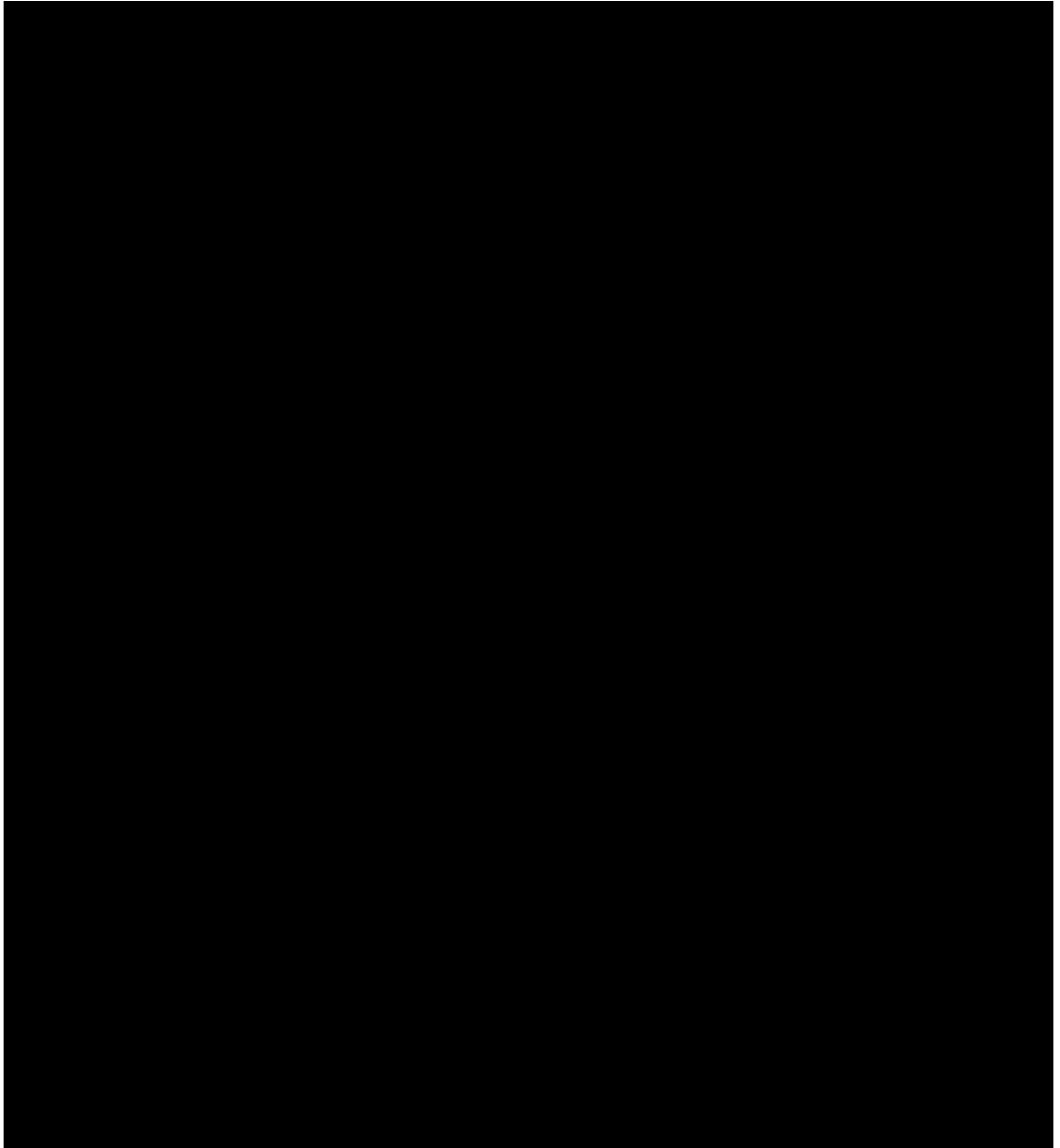


Rule of 8 Interview Guidelines



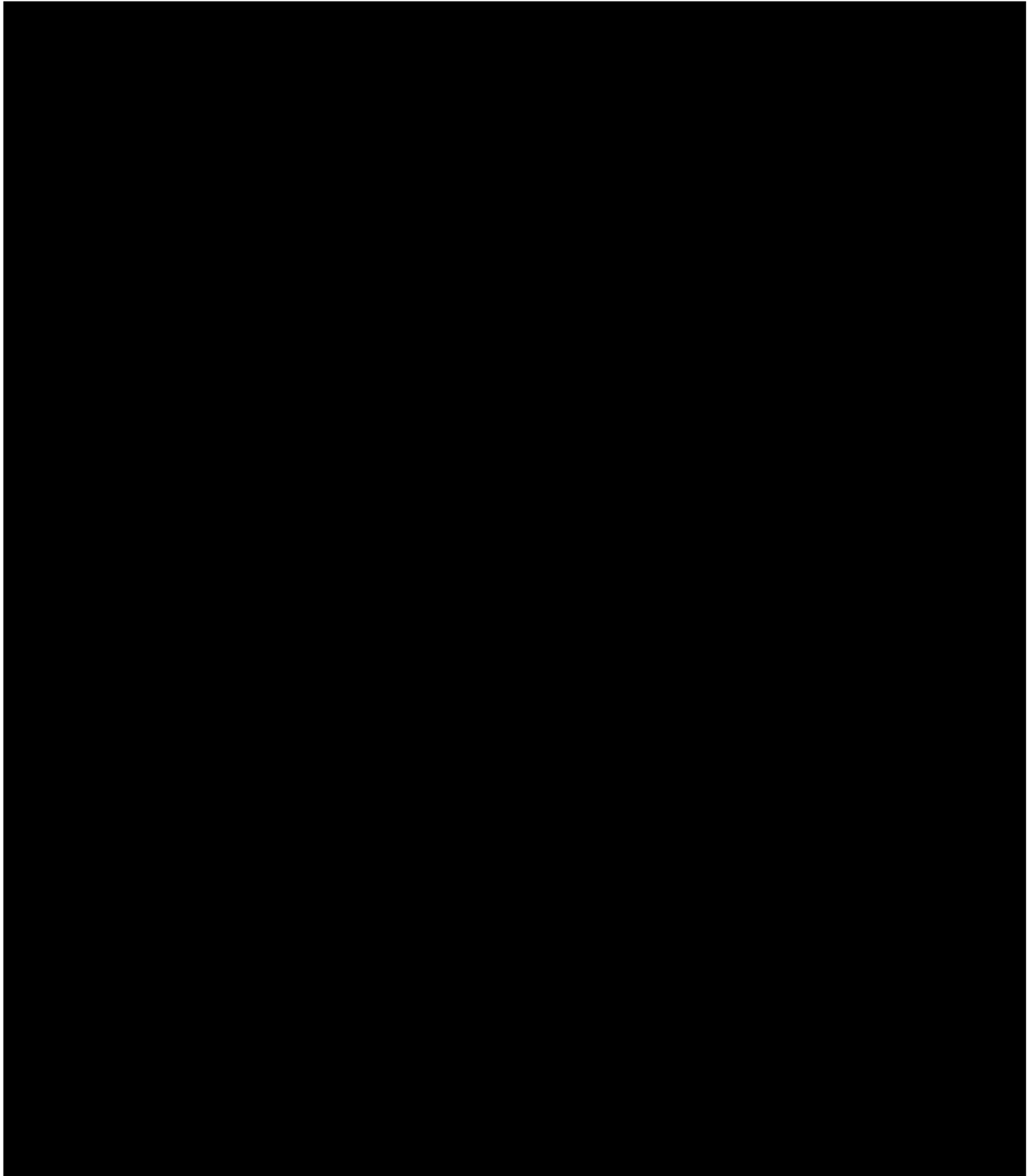


Extending an Offer Guidelines for Recruiters



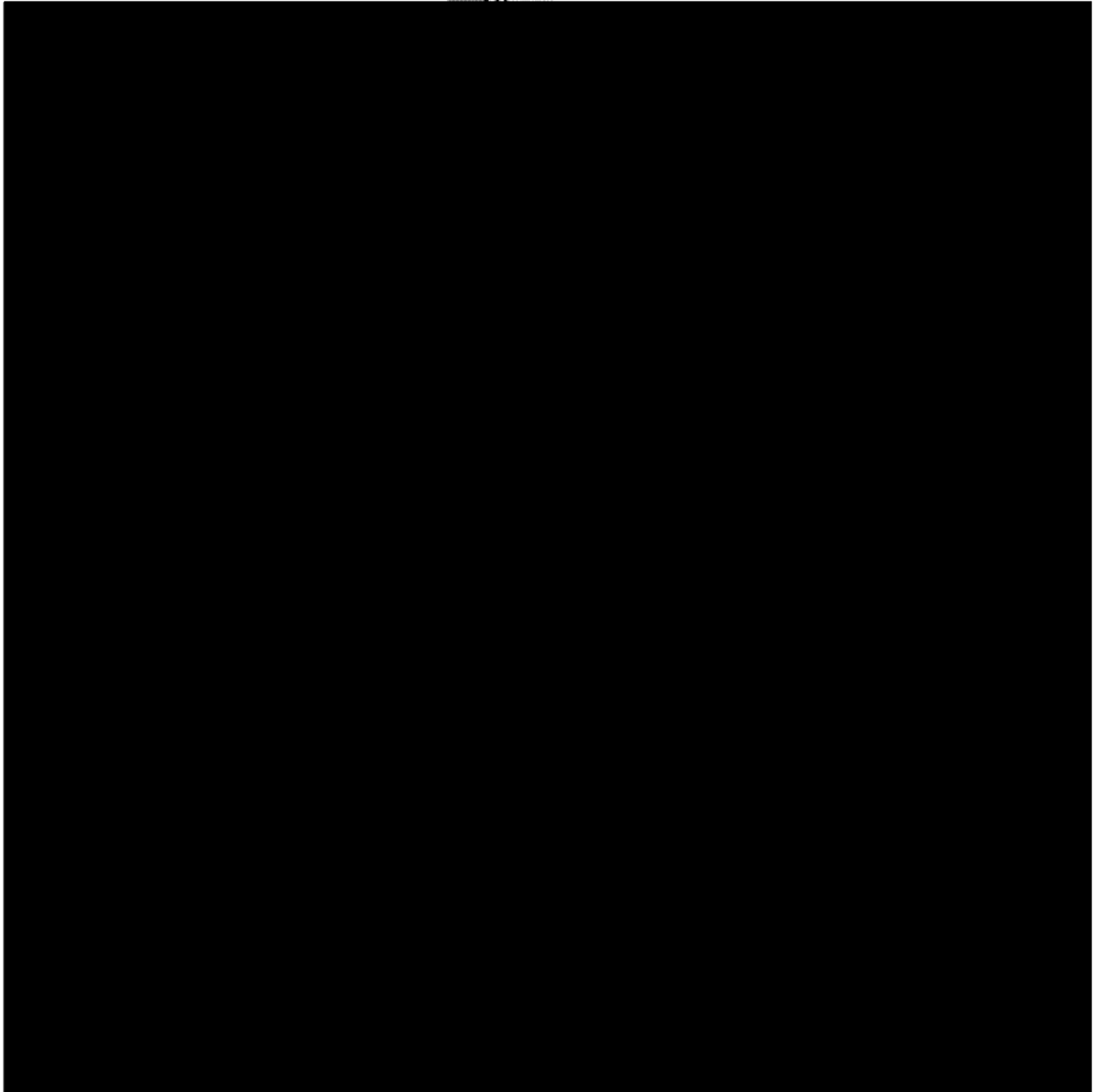


Offer Process Roles & Responsibilities





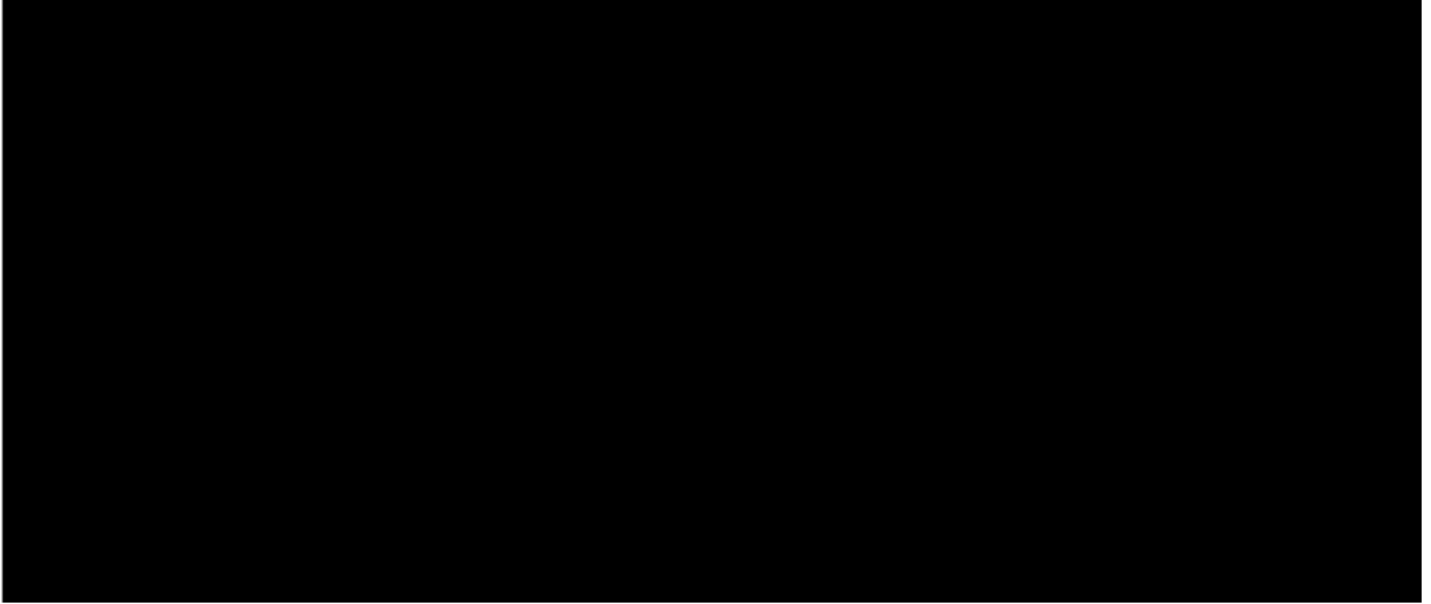
Process for Sharing Candidates – “Rules of Engagement”





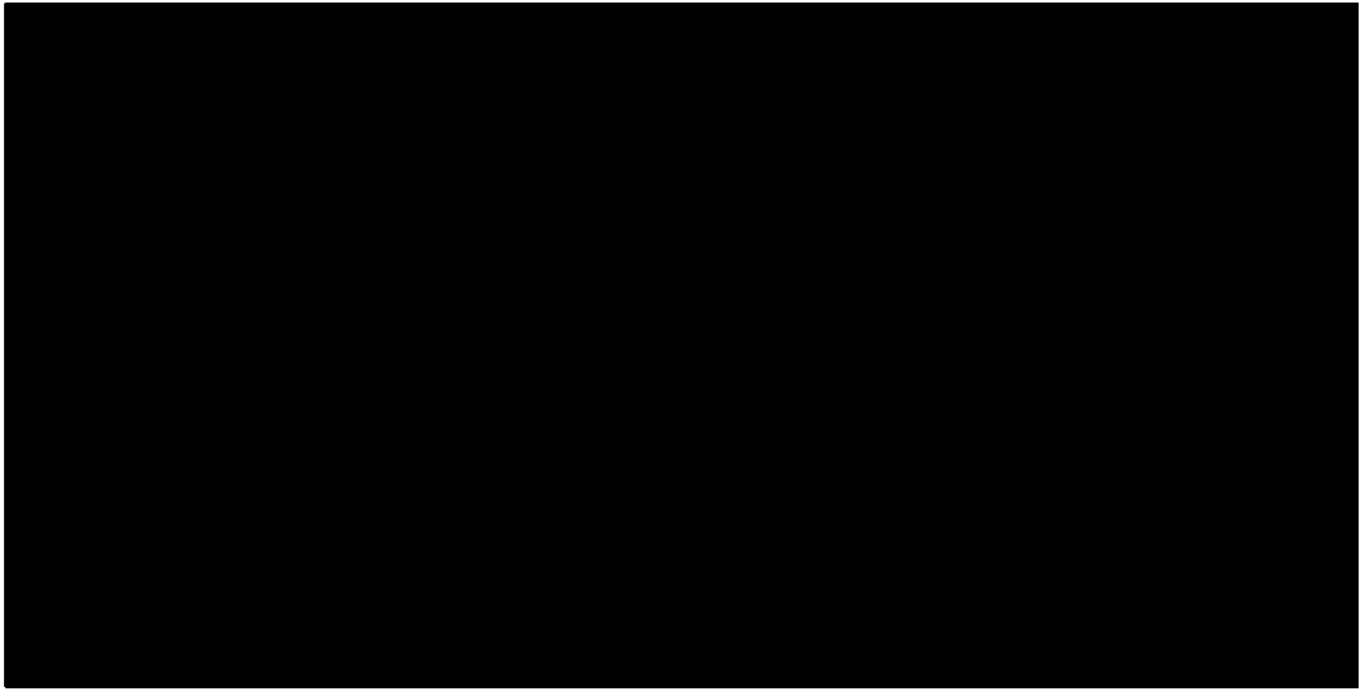
Standard Document Distribution Protocol to New Hires

NDA Guidelines & Welcome Letter Updates

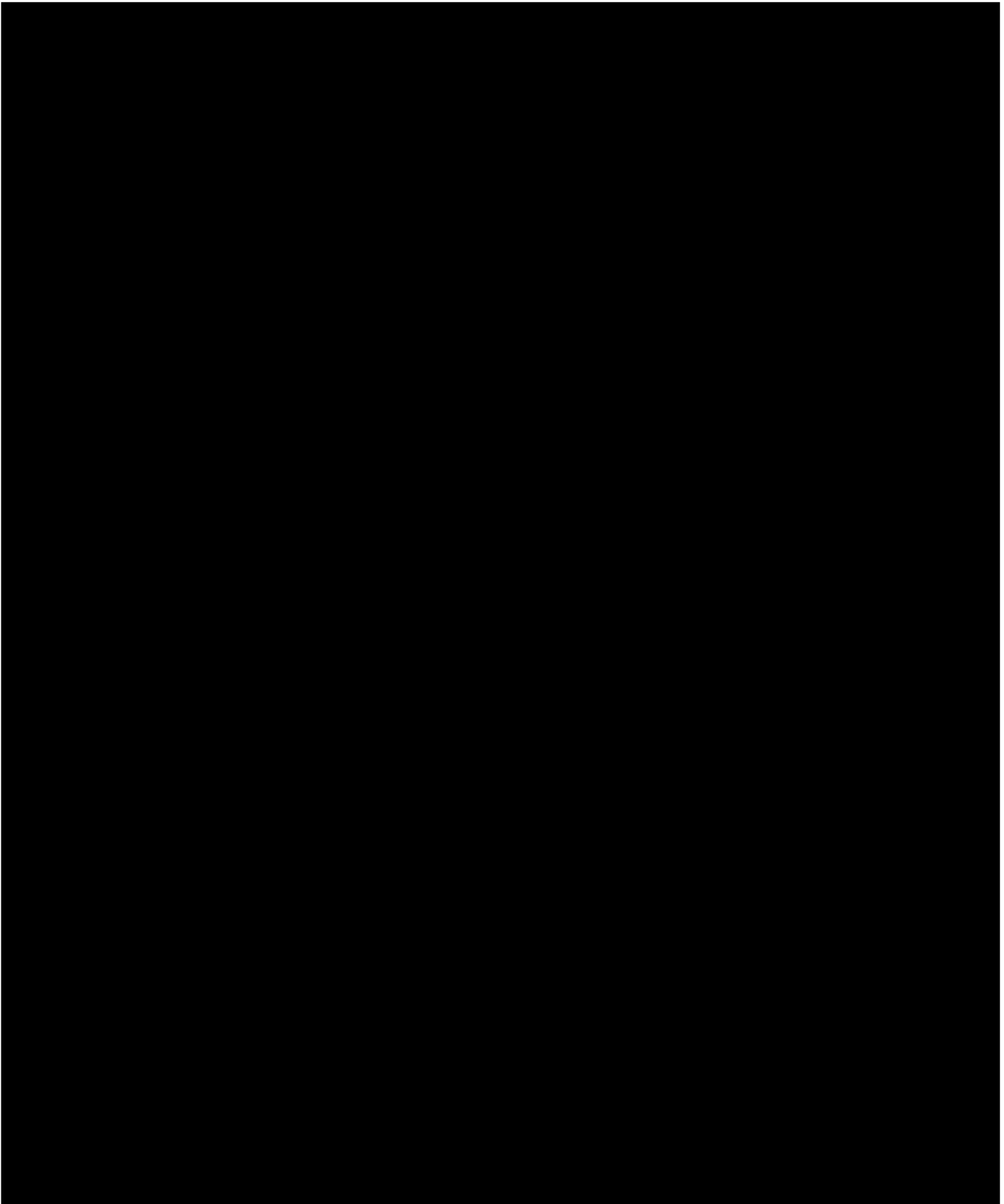




Temporary Requisition Guidelines and Protocol



Google Sign-On Bonus Policy



Company Bonus Plan Overview

1. WHAT IS “THE COMPANY BONUS PLAN”?

[REDACTED]

2. WHO IS ELIGIBLE TO PARTICIPATE?

[REDACTED]

3. HOW LONG MUST I WORK BEFORE I MAY RECEIVE A PAYOUT?

[REDACTED]

4. HOW OFTEN ARE BONUSES PAID?

[REDACTED]

5. HOW ARE AWARDS DETERMINED?

Bonuses will be calculated using the following formula:

Company Bonus Plan Mechanics:

[REDACTED]

Calculation Detail:

[REDACTED]



GOOGLE CONFIDENTIAL
U.S. Equity Programs

FREQUENTLY ASKED QUESTIONS

This internal document is intended to offer guidance to U.S. Managers and Recruiters on how to address questions about Google's new Long-term Incentive programs. Separate materials have been prepared for external use. Please contact David Rolefson (drolefson@google.com) for additional information or program materials.

General Questions on Google Stock Units (GSUs):

What's a GSU?

A GSU is an award that entitles the holder to a share of Google stock when the unit vests. One GSU equals one share of Google Class A common stock.

GOOGLE CONFIDENTIAL
U.S. Equity Programs

Microsoft issued restricted stock units recently. Google's move to GSUs is just another big-company move with no real upside to employees.

Actually, we structured our grants according to what employees told us they would find most "meaningful" as a new hire. Focus groups conducted internally suggested that candidates would highly value GSUs and would be willing to trade some options for GSUs. Google has responded by offering a mix of both.

Will GSUs pay dividends?

No. Since GSUs do not convert to shares of stock until they vest, they do not entitle the holder to dividends, as long as they are unvested. When they do vest, they convert to shares of Google Class A common stock and entitle the holder to all shareholder rights, including rights to receive dividends, if any.

Can we offer GSUs internationally? Do they work the same way?

Generally, yes. We can currently offer GSUs to regular, full-time employees in most countries where we are actively hiring, including Australia, Brazil, Canada, China, Germany, Hong Kong, India, Ireland, Israel, Japan, Korea, Mexico, Netherlands, Norway, Russia, Spain, Sweden, Switzerland, and the U.K. In France and Italy we are currently able to offer stock options only. We will continue to update this list as we add employees in new countries and to reflect any changes in local regulatory constraints. Please be aware that due to local laws in some countries, the GSU plan mechanics may vary slightly from U.S. practice. Consult Compensation for applicable current local practices.

New Hire Award Program

Key Messages

1) Google's New Hire equity program is designed to offer candidates both:

- **An equity stake in the company's future performance, and**
- **Meaningful value at grant**

That's why our new guidelines offer candidates a combination of traditional stock options and Google Stock Units (GSUs), which entitle the holder to shares of Google stock when the units vest.

2) Rewarding performance is the cornerstone of our compensation philosophy.

We believe that by tying actual rewards to individual performance, we more appropriately compensate our employees for their contributions to Google. The number of GSUs a new hire receives is tied to actual performance. Google's culture is based on results, and we don't believe in "resting and vesting" – we want all candidates to understand that we offer very high equity value through our grants, and in exchange, we want high performers who are excited about coming to Google to do real work, both before the GSU grant and throughout the vesting period.

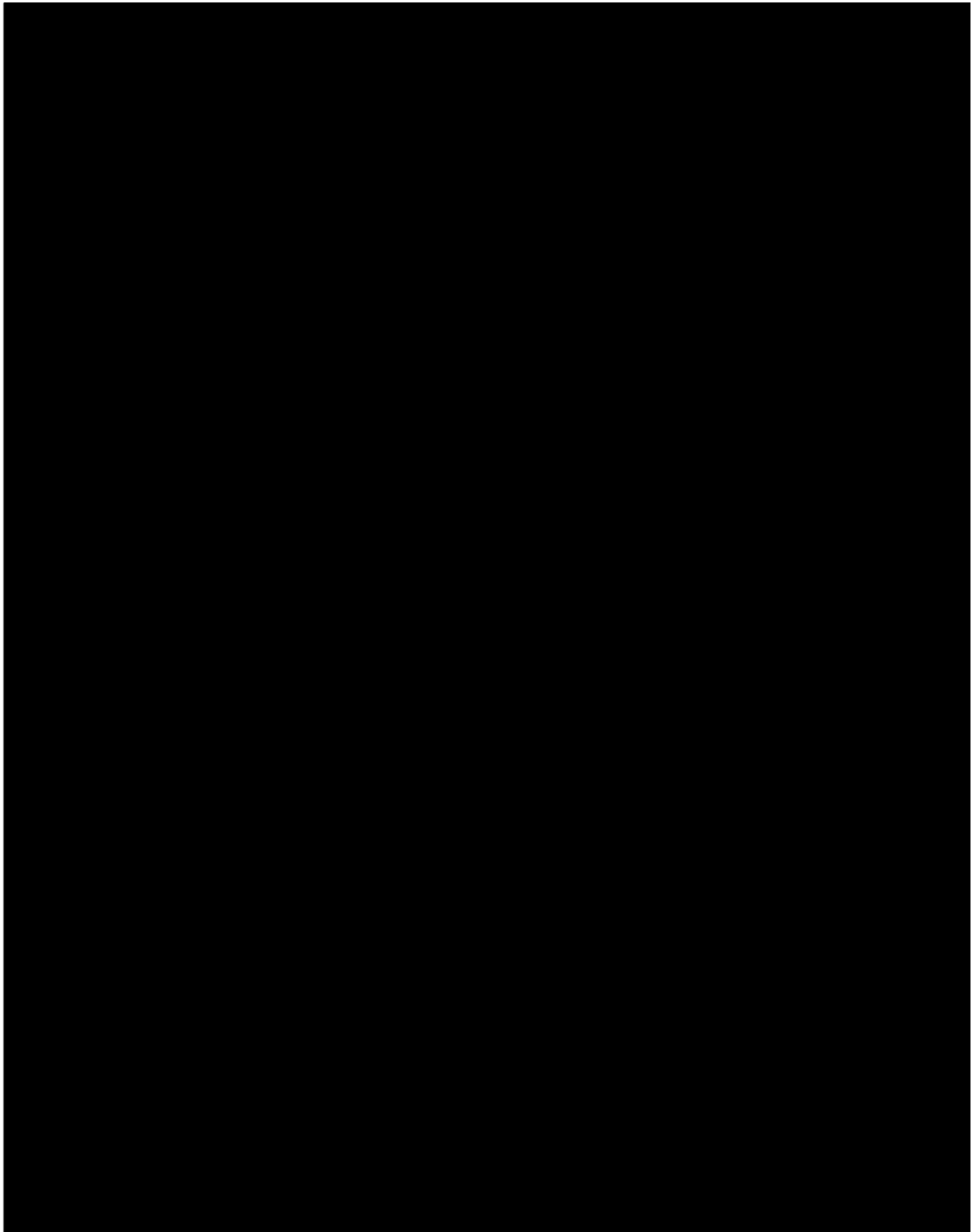
3) This new hybrid model (stock options plus GSUs) reduces the problem created by potential market volatility.

GSUs offer employees immediate "value" and also offer "downside protection" since they have value even if the stock price drops or remains flat.

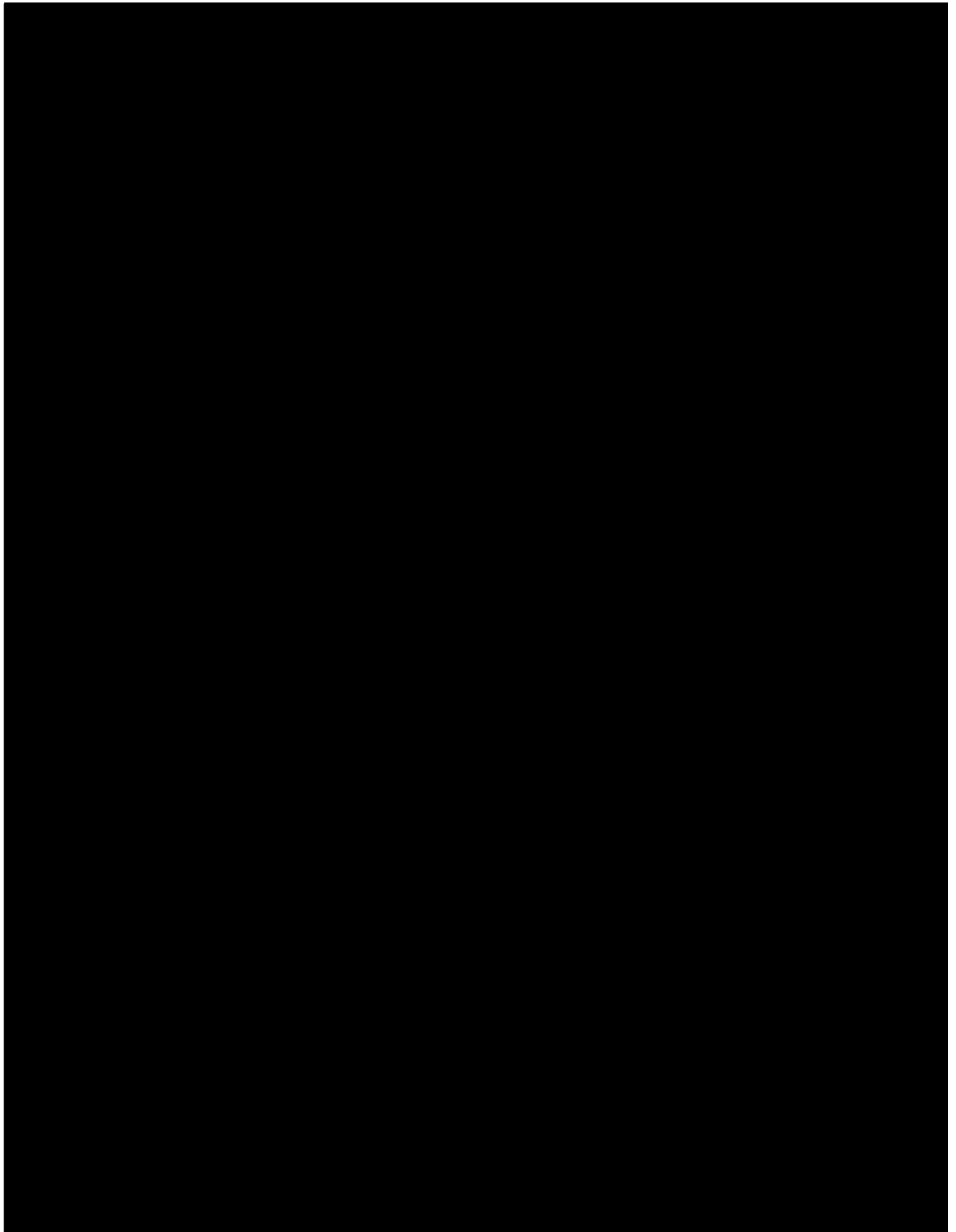
What are grant sizes like? Are they smaller? Why?

In number, grant sizes are smaller. Since GSU value is based on the full underlying share value in addition to any future stock price appreciation, fewer units are need to "match" the value of stock options, which only have value if the future stock price goes up.

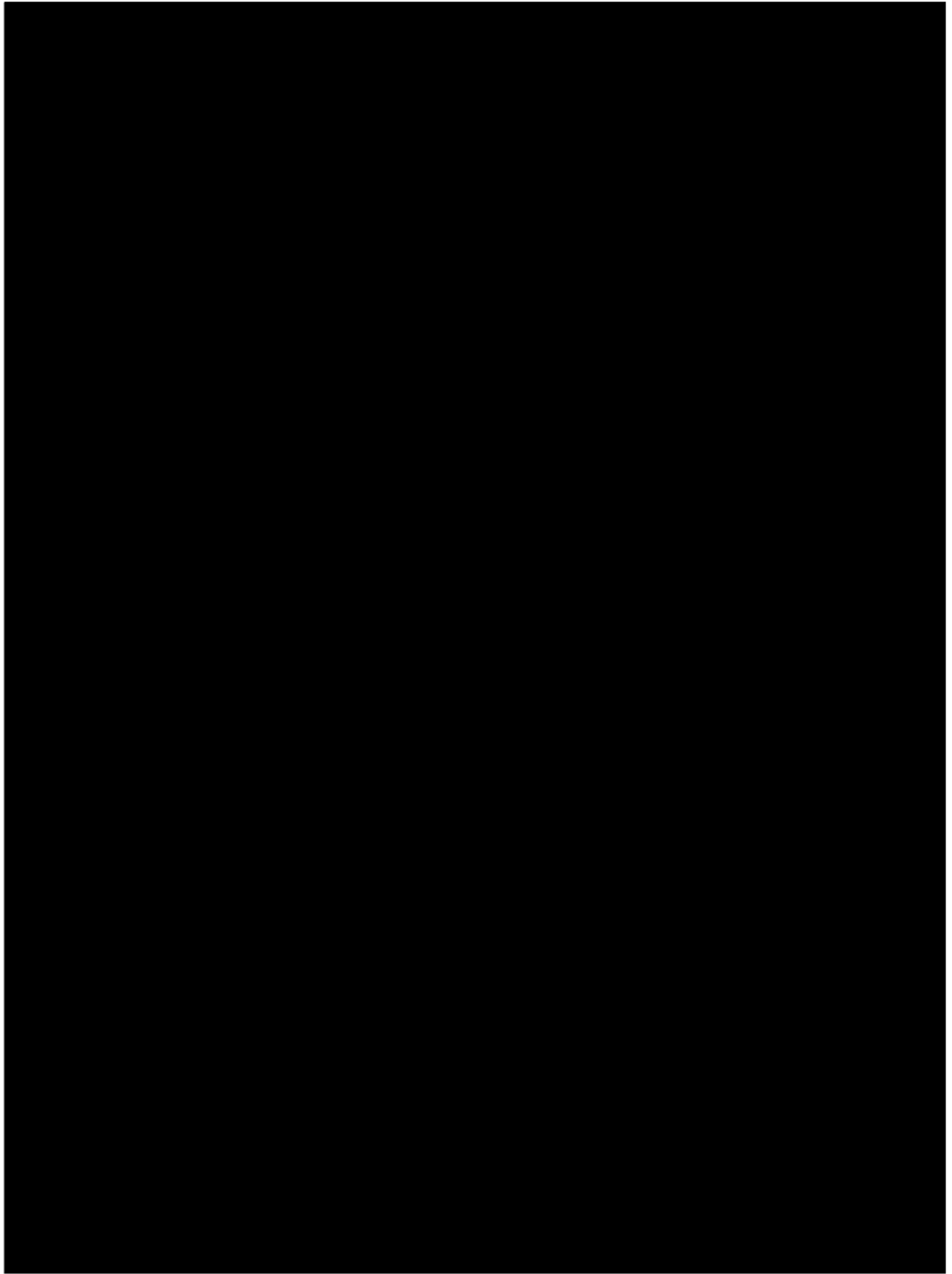
GOOGLE CONFIDENTIAL
U.S. Equity Programs



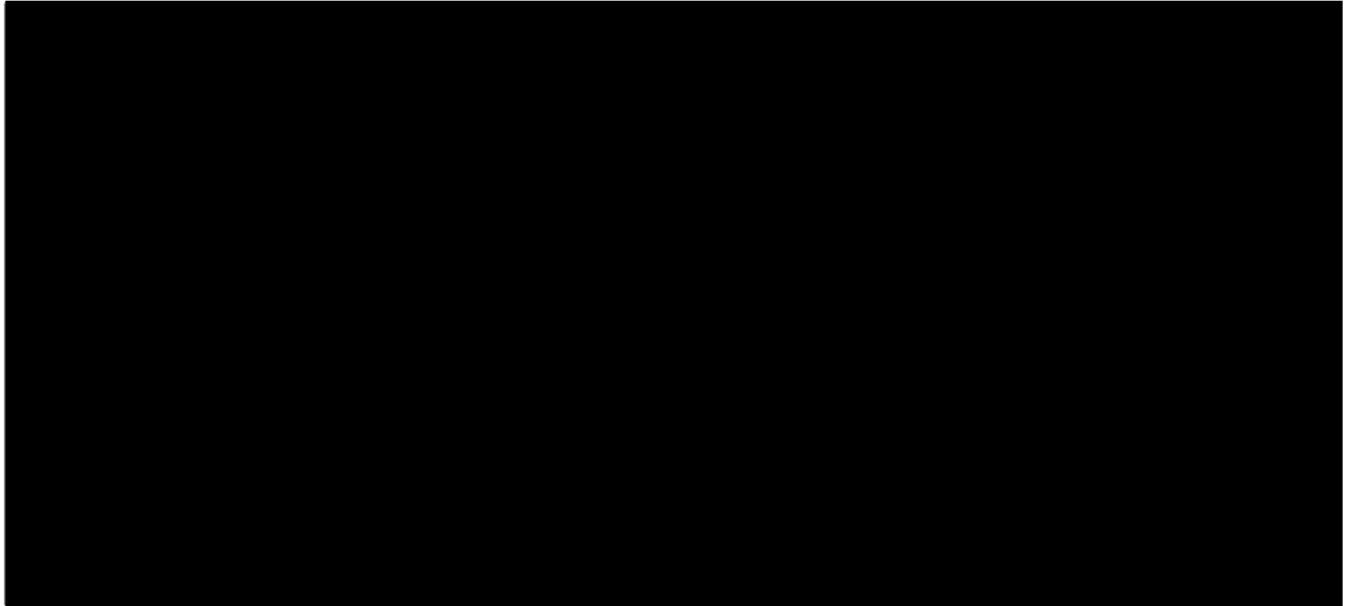
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U.S. Equity Programs



GOOGLE CONFIDENTIAL
U.S. Equity Programs



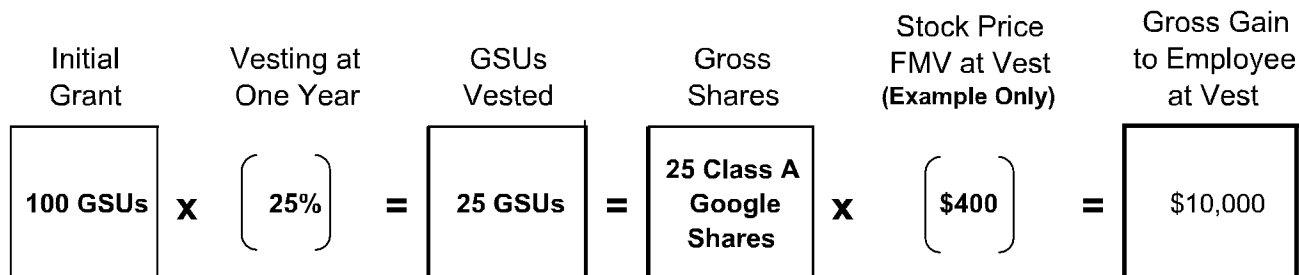
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What is a Google Stock Unit (GSU)?

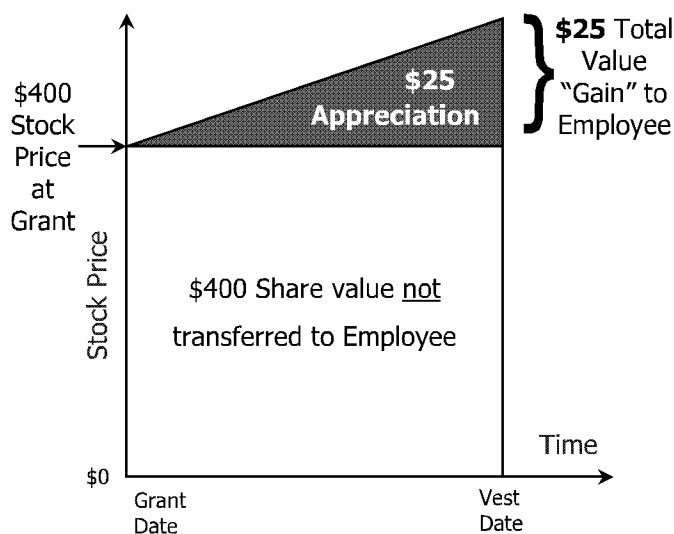
A GSU is an award that entitles the holder to a share of Google stock when the unit vests. One vested GSU equals one share of Google Class A common stock.



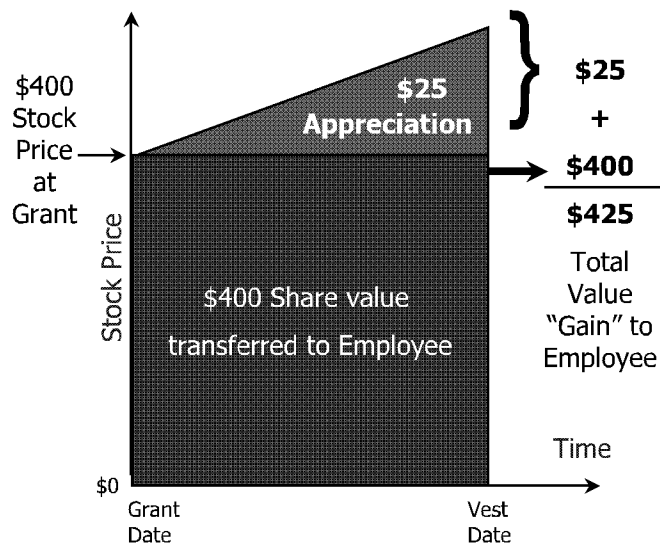
How exactly does a GSU differ from a regular option?

A GSU differs from a regular option in that the shares are granted automatically upon vest. No "exercise" by the holder is required. Further, the stock price must go up for employee to realize a "gain" with a regular option, and the Googler's gross gain is equal to the future stock price minus the stock price at grant. But with a GSU, the stock price does not need to go up to realize a "gain" – essentially, the gross gain is equal to the full price of the stock on the day of vest. (Gains on both stock options and GSUs are subject to tax.)

Stock Option



GSU



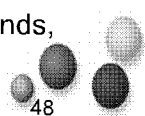
Note: Growth scenario shown as illustrative only and is not intended to be predictive

Are you creating these programs now because you expect Google's stock price to decline?

No. We're creating these programs because we committed to Googlers that we'd continue to be innovative in the way we deliver rewards. We don't want to do things the way they've always been done. We're simply identifying another means of rewarding employees for their performance, while also offering them a degree of protection from market volatility.

Is a GSU the same as restricted stock?

Similar, but different. GSUs are not shares of stock, even though they convert to shares of stock upon vesting. As long as units are unvested, holders are not entitled to voting rights or dividends, if any.





When you say GSUs are performance- and market-based, what does that mean? If I'm meeting objectives do I get my shares? What if I'm exceeding expectations?

Employees who are meeting expectations can expect to vest at 25% per year. When we determine the initial grant size, our expectation is not that employees should vest in any more or fewer units than the number initially granted; however, sometimes adjustments are warranted. We may make adjustments when an employee's performance does not reflect his or her grant size; we may also make adjustments when stock price movement has resulted in a material disparity in the employee's equity grant value relative to other employees hired at roughly the same time.

An example is illustrated below:

Example Grant		Vesting at One Year		Annual Target Vest		Example Performance & Market Adj.		Actual GSUs Vested & Gross Shares Earned
100 GSU's	X	25%	=	25 GSU's	X	110% (Max = 150%)	=	28 Class A Google Shares

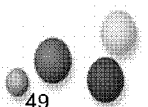
How does option value compare to GSU value over time? How can I compare this with other offers?

Several factors determine the future value of options and GSUs, including your time horizon and future stock price performance. Don't get caught in the trap of comparing offers on a number basis alone! We encourage you to make comparisons on a growth scenario basis using your own assumptions. Below is an example.

			Vested Gain After ONE Year* (Assuming Annual Growth Rate)				Total Gain Realized Over FOUR Years* (Assuming Annual Growth Rate)			
	Number Granted	Example Stock Price at Grant	0%	10%	15%	25%	0%	10%	15%	25%
Example NEW Google Grant Guideline										
Google Options	200	\$ 300.00	\$ -	\$ 1,500	\$ 2,250	\$ 3,750	\$ -	\$ 16,577	\$ 26,136	\$ 48,105
Google Stock Units (GSUs)	100	\$ 300.00	\$ 7,500	\$ 8,250	\$ 8,625	\$ 9,375	\$ 30,000	\$ 38,288	\$ 43,068	\$ 54,053
Total:			\$ 7,500	\$ 9,750	\$ 10,875	\$ 13,125	\$ 30,000	\$ 54,865	\$ 69,204	\$ 102,158
Sample Company A Competing Offer										
Options	2,000	\$ 30.00	\$ -	\$ 1,500	\$ 2,250	\$ 3,750	\$ -	\$ 16,577	\$ 26,136	\$ 48,105
Sample Company B Competing Offer										
Restricted Stock	1,000	\$ 30.00	\$ 7,500	\$ 8,250	\$ 8,625	\$ 9,375	\$ 30,000	\$ 38,288	\$ 43,068	\$ 54,053

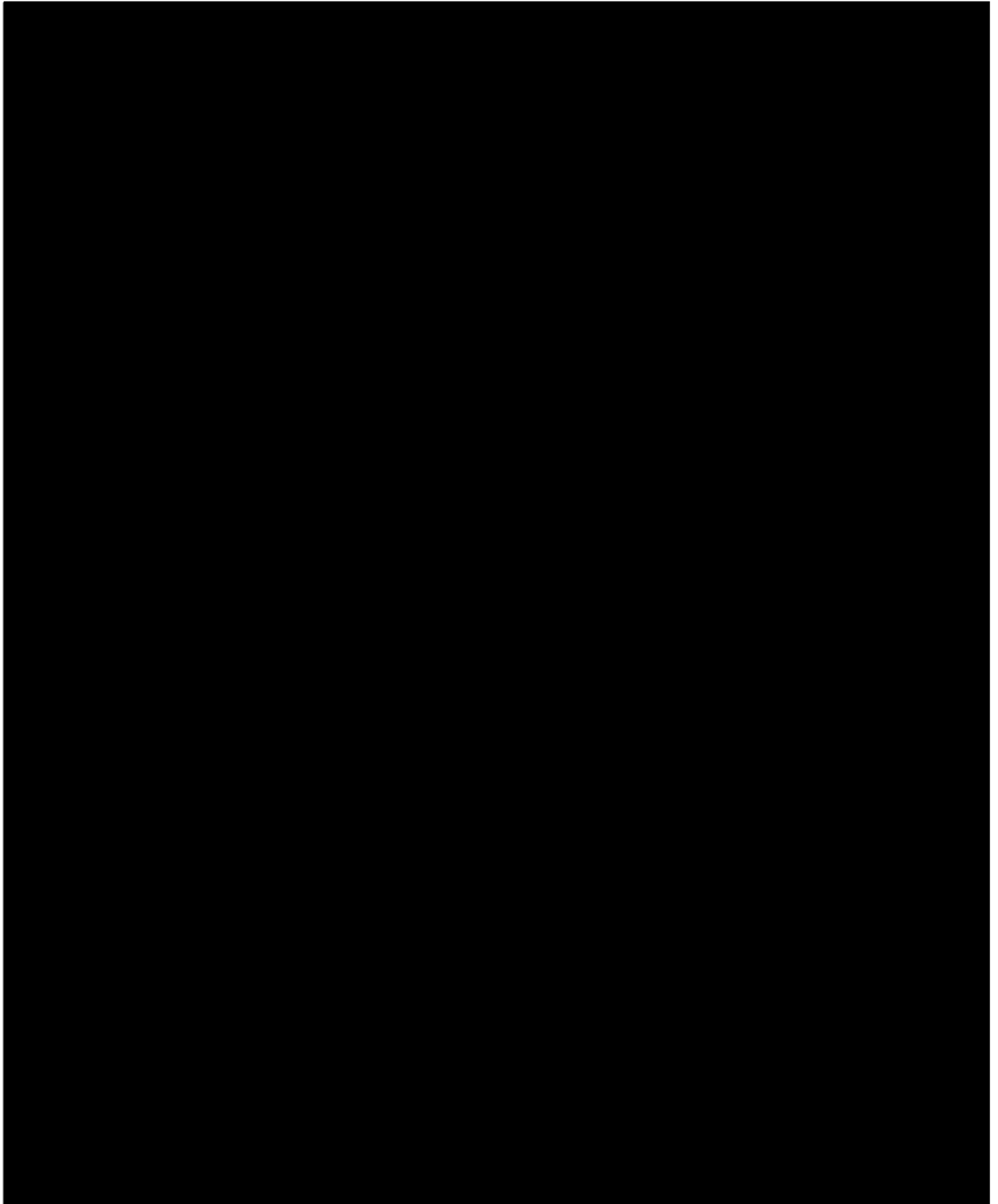
*Assumes annual exercise/settlement of vested gain. Assumes 25% vesting per year.

Note: Growth scenarios shown are for illustration only and are not intended to be predictive. Google cannot offer any guidance on probable growth rates for any company. Please make your own assumptions.

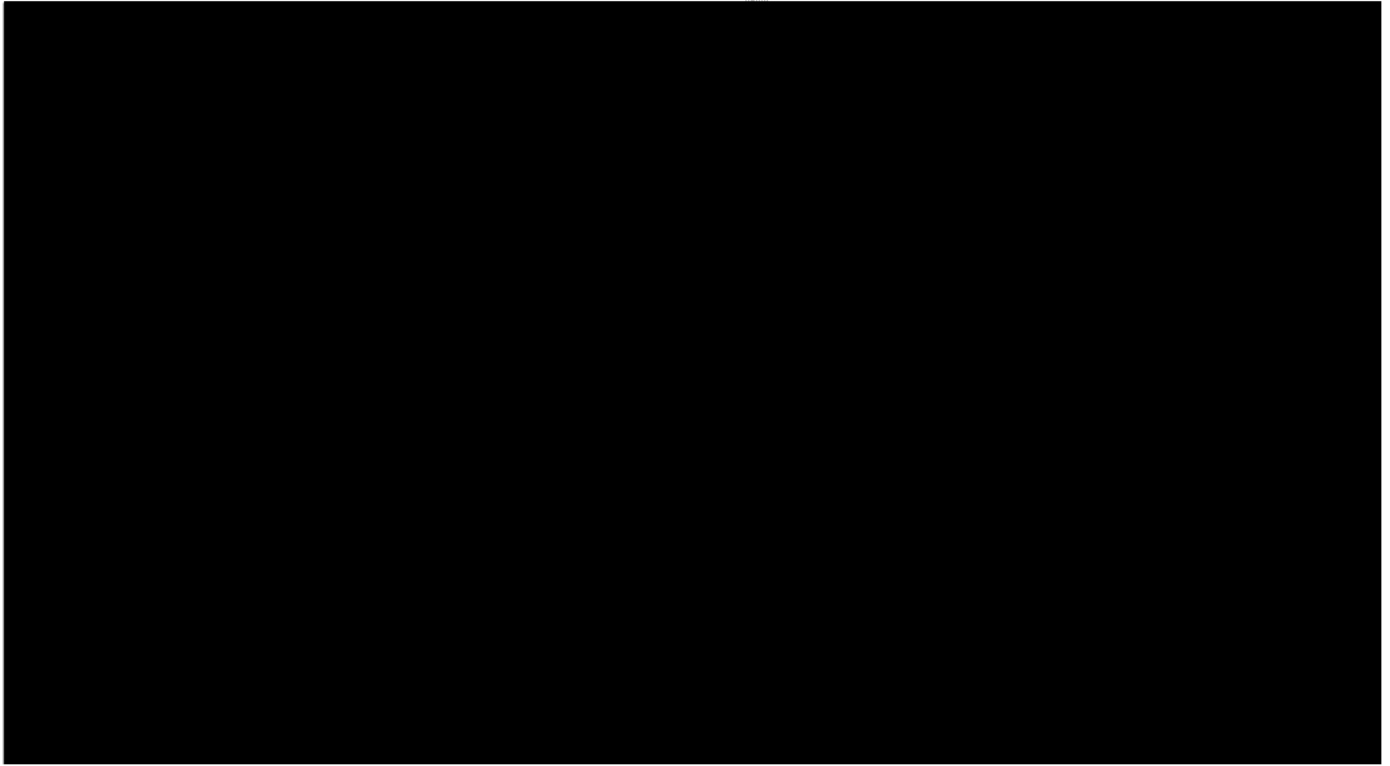




Domestic Reimbursement Policy

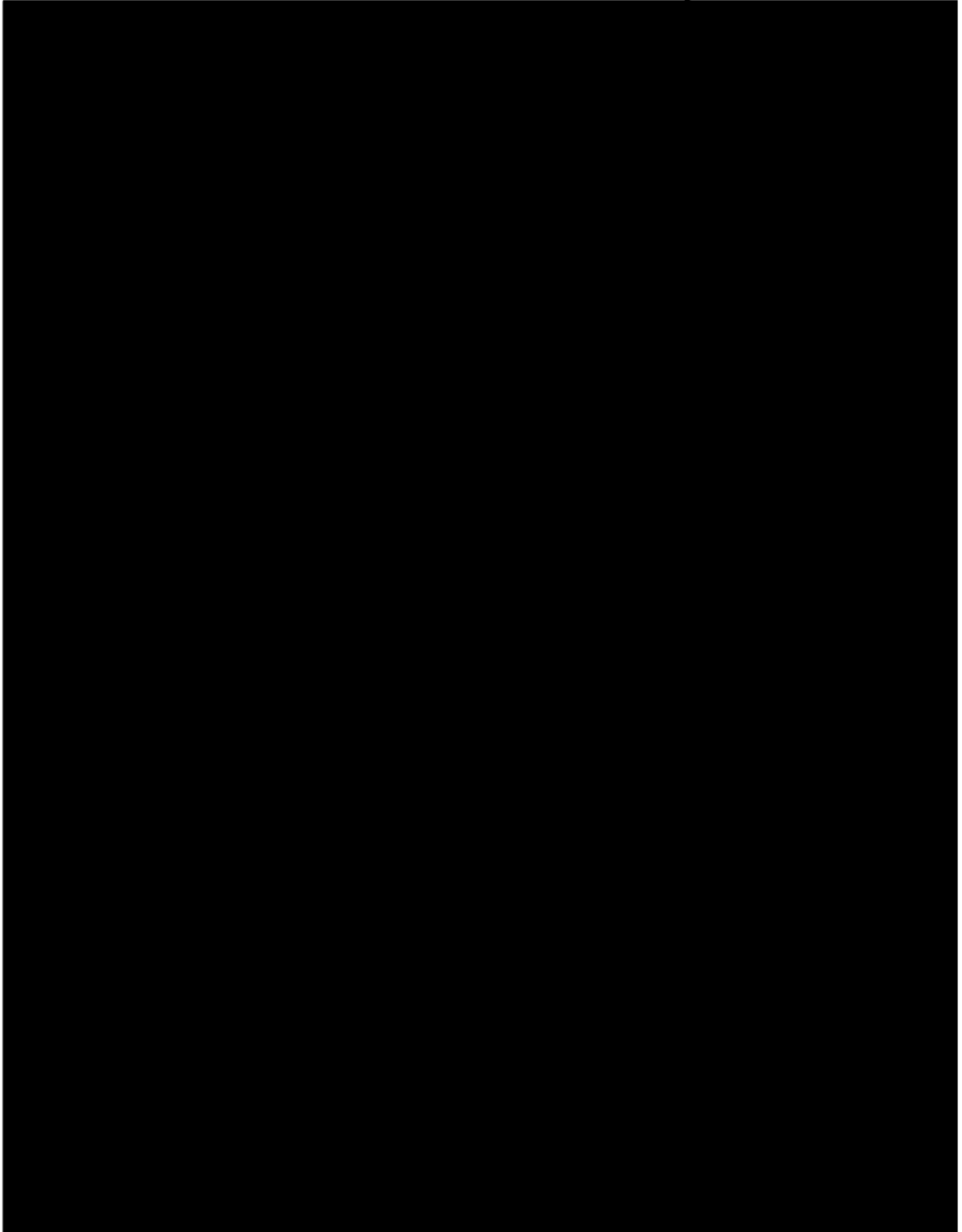


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International Reimbursement Policy



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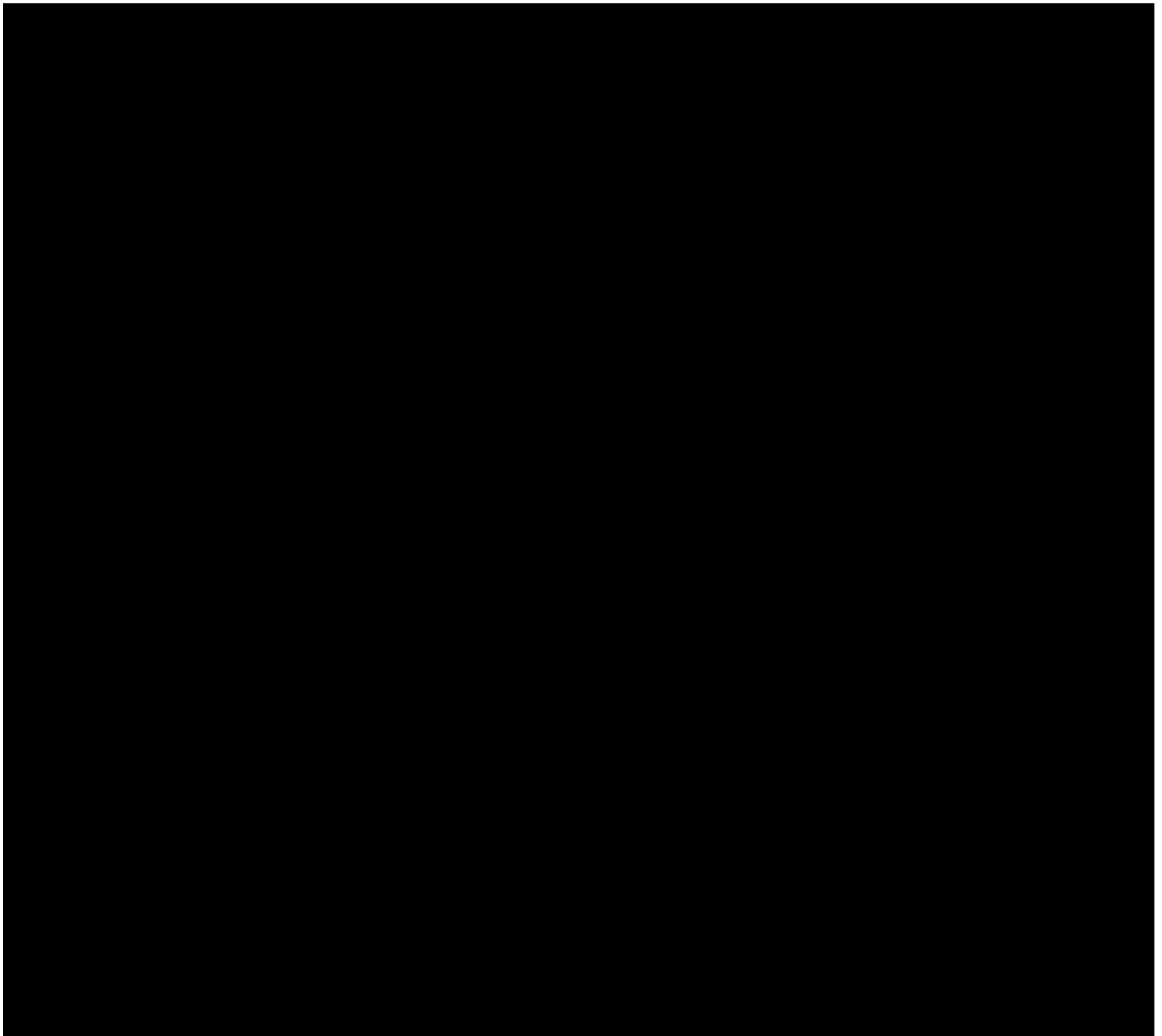


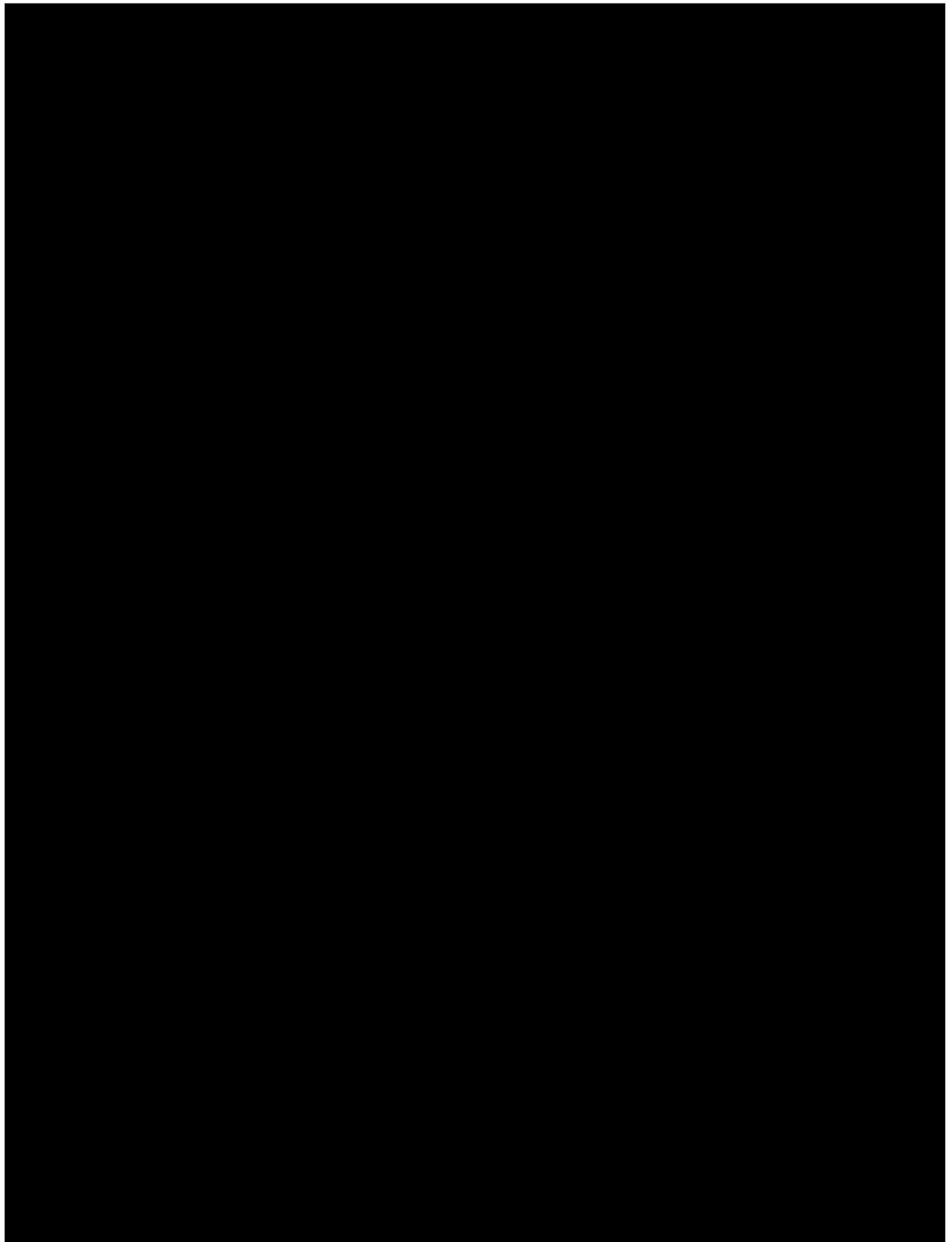
Global Mobility
POLICIES AND PROCEDURES

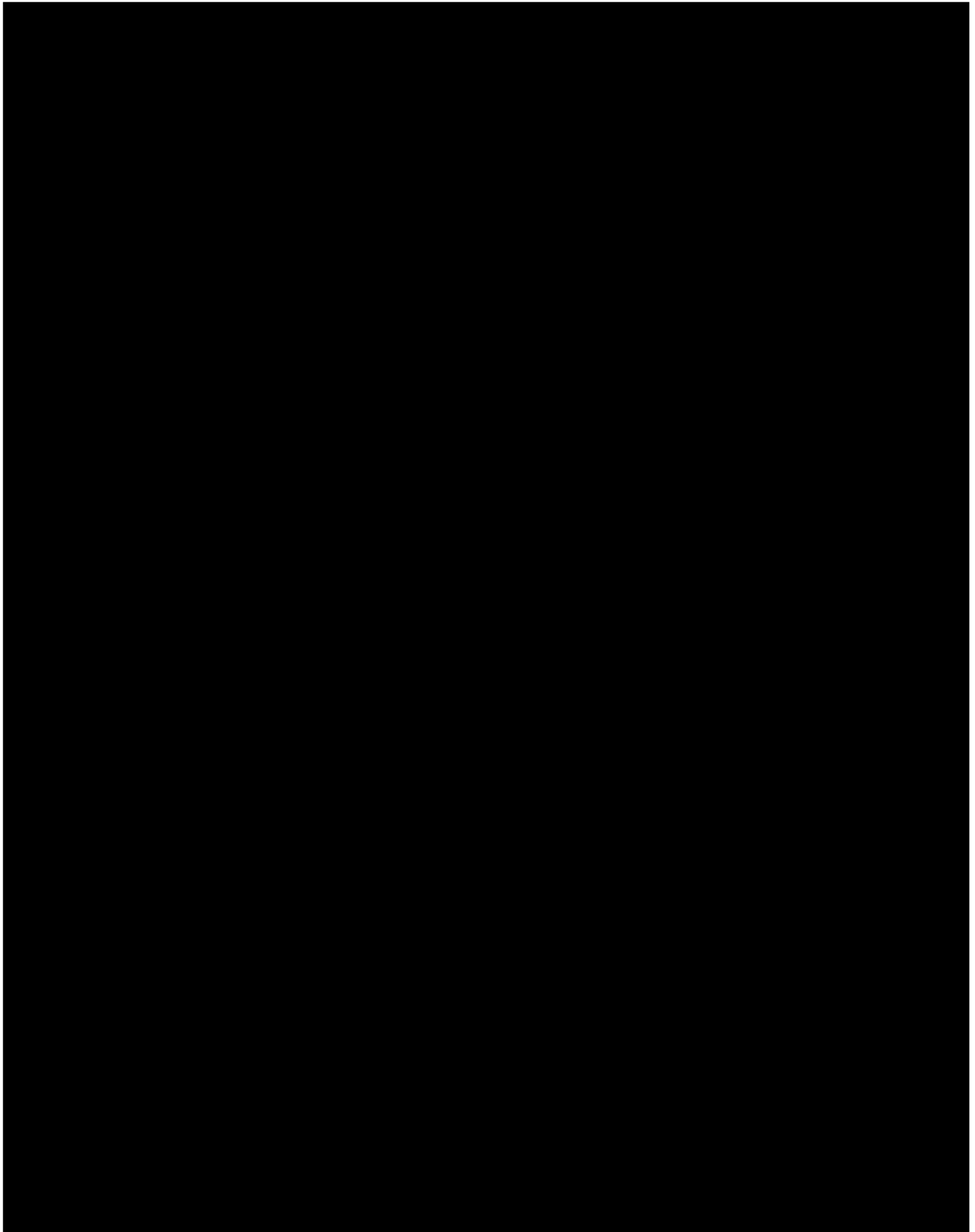
SUBJECT: North America Core Relocation Policy
EFFECTIVE DATE: January 1, 2007

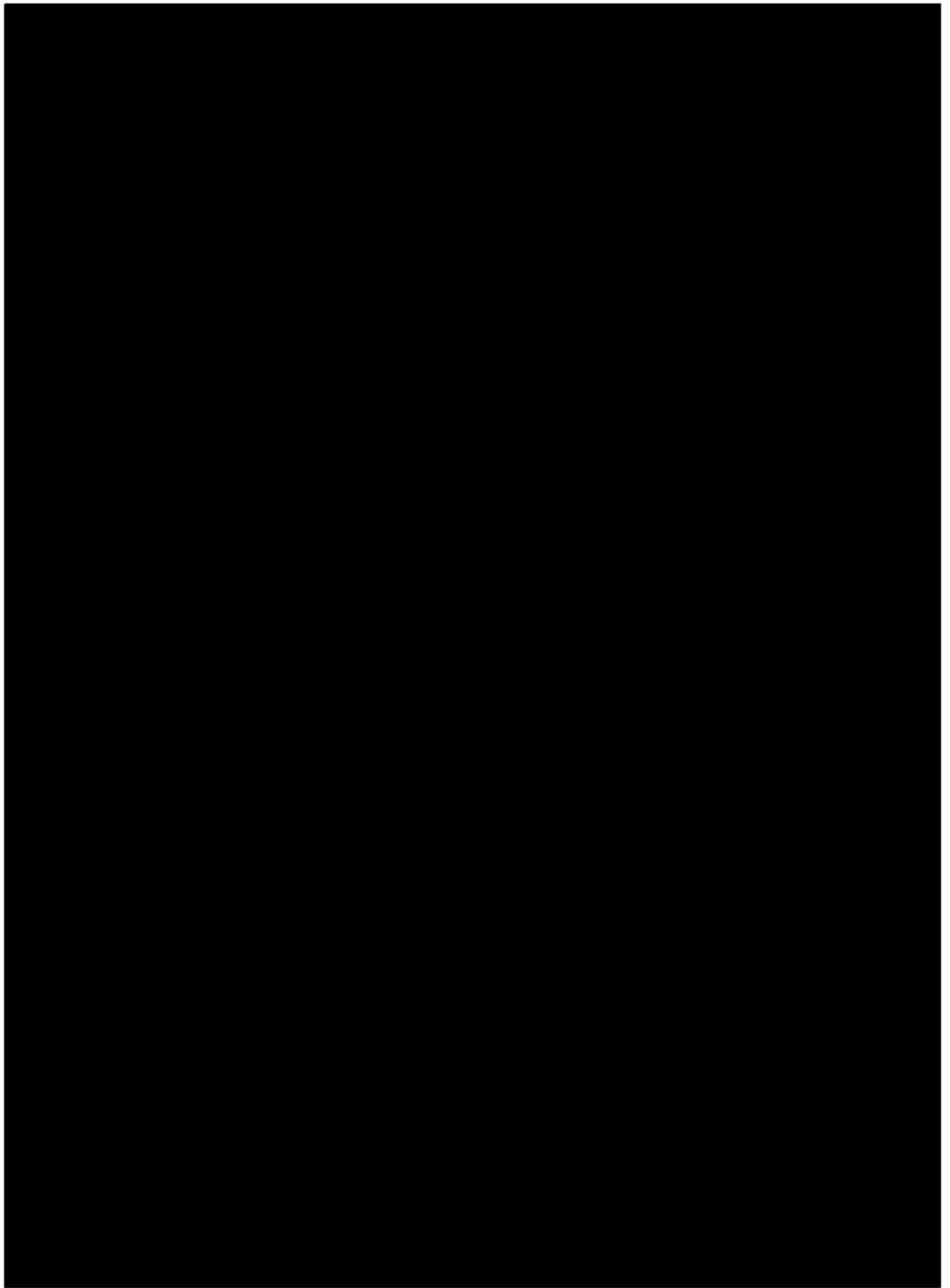
North America Core Relocation Policy

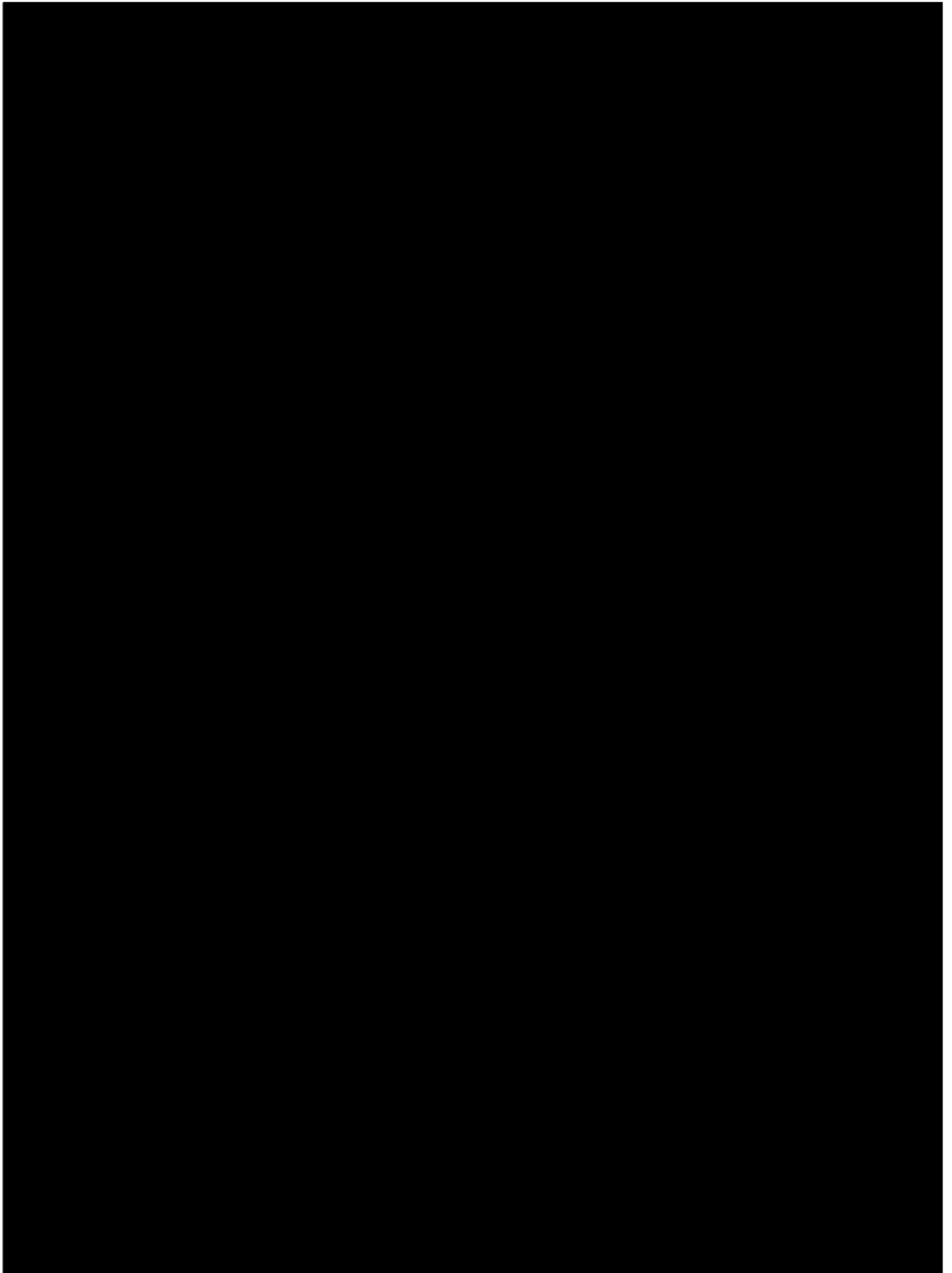
1.0 Policy

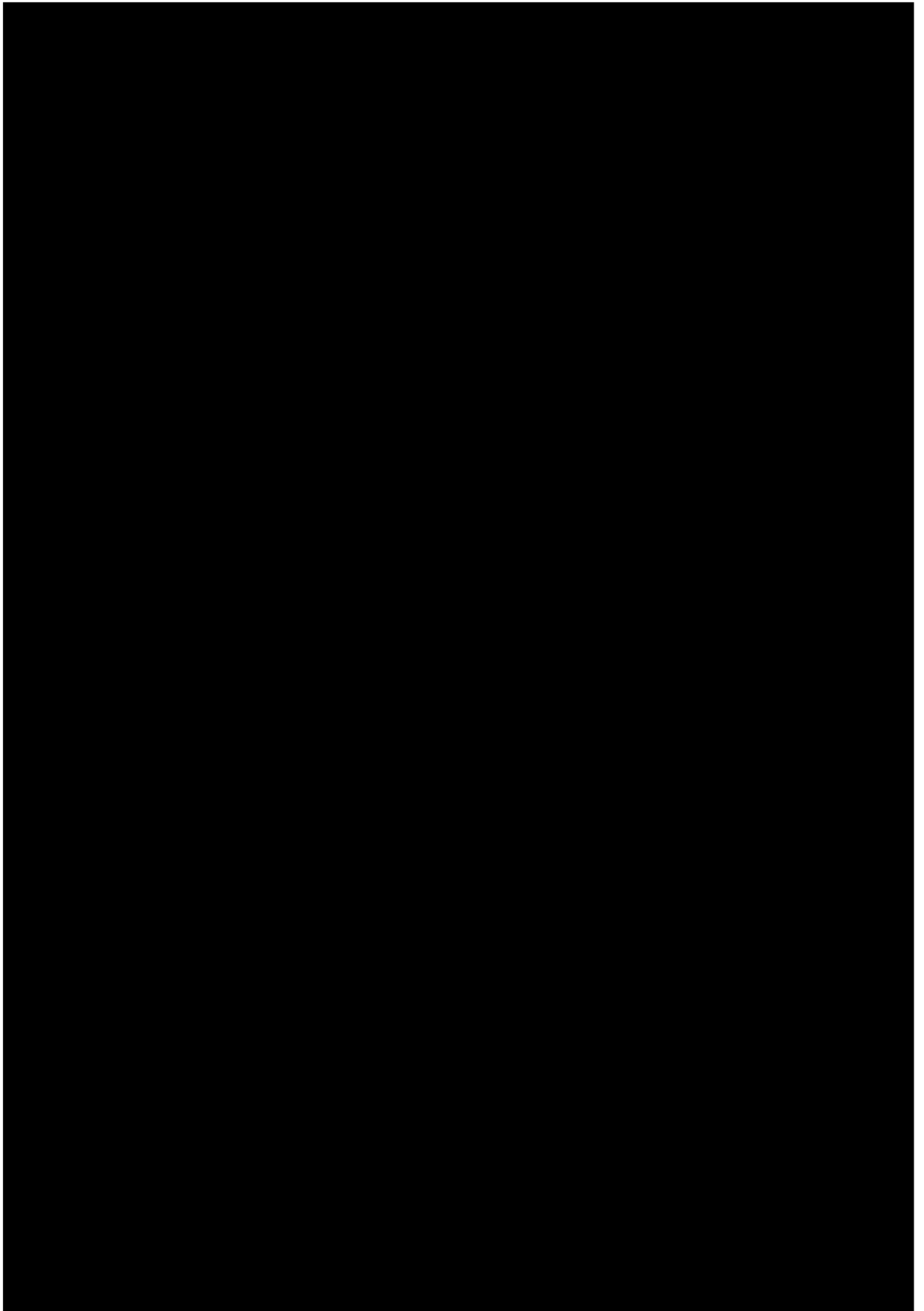














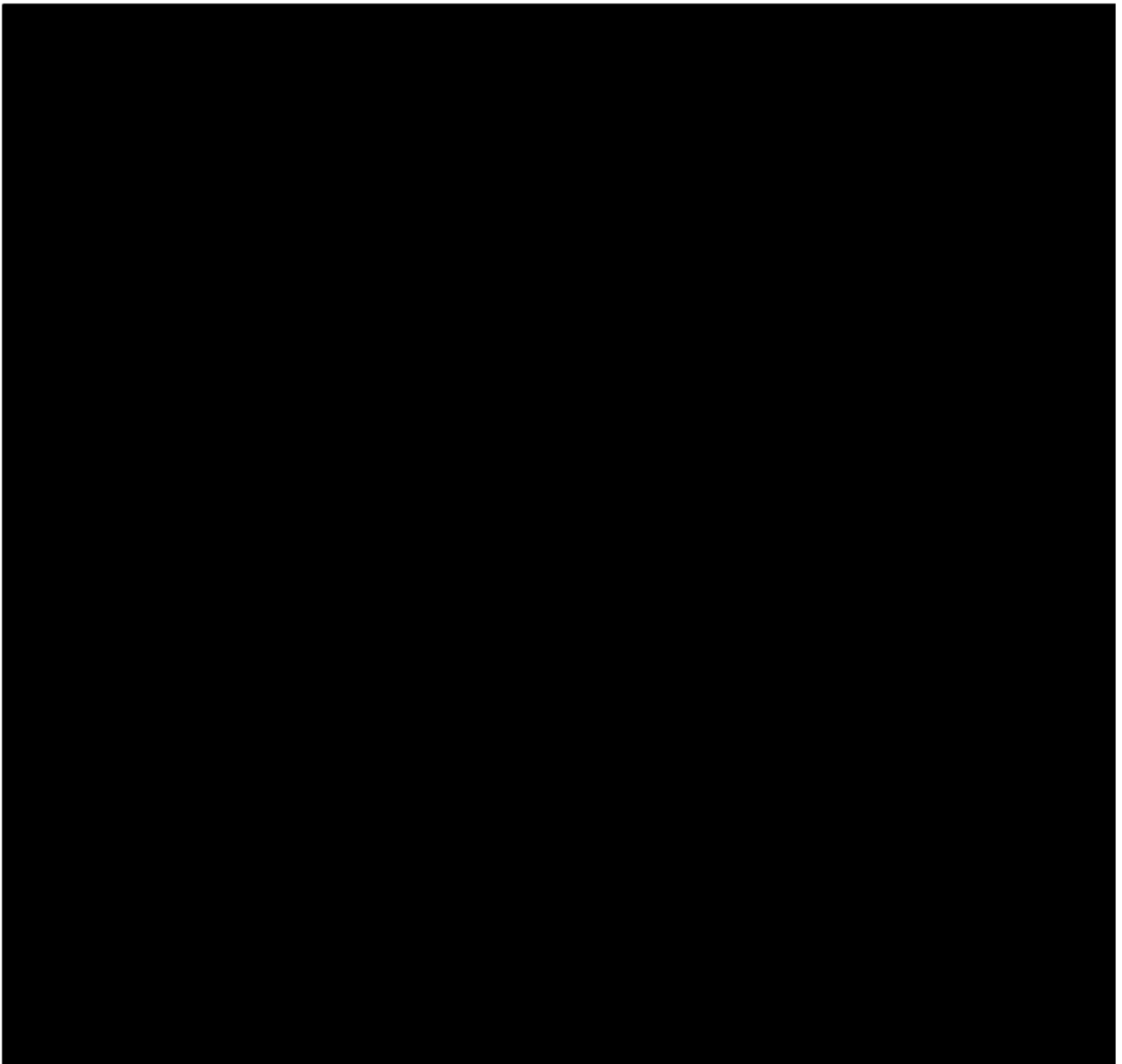


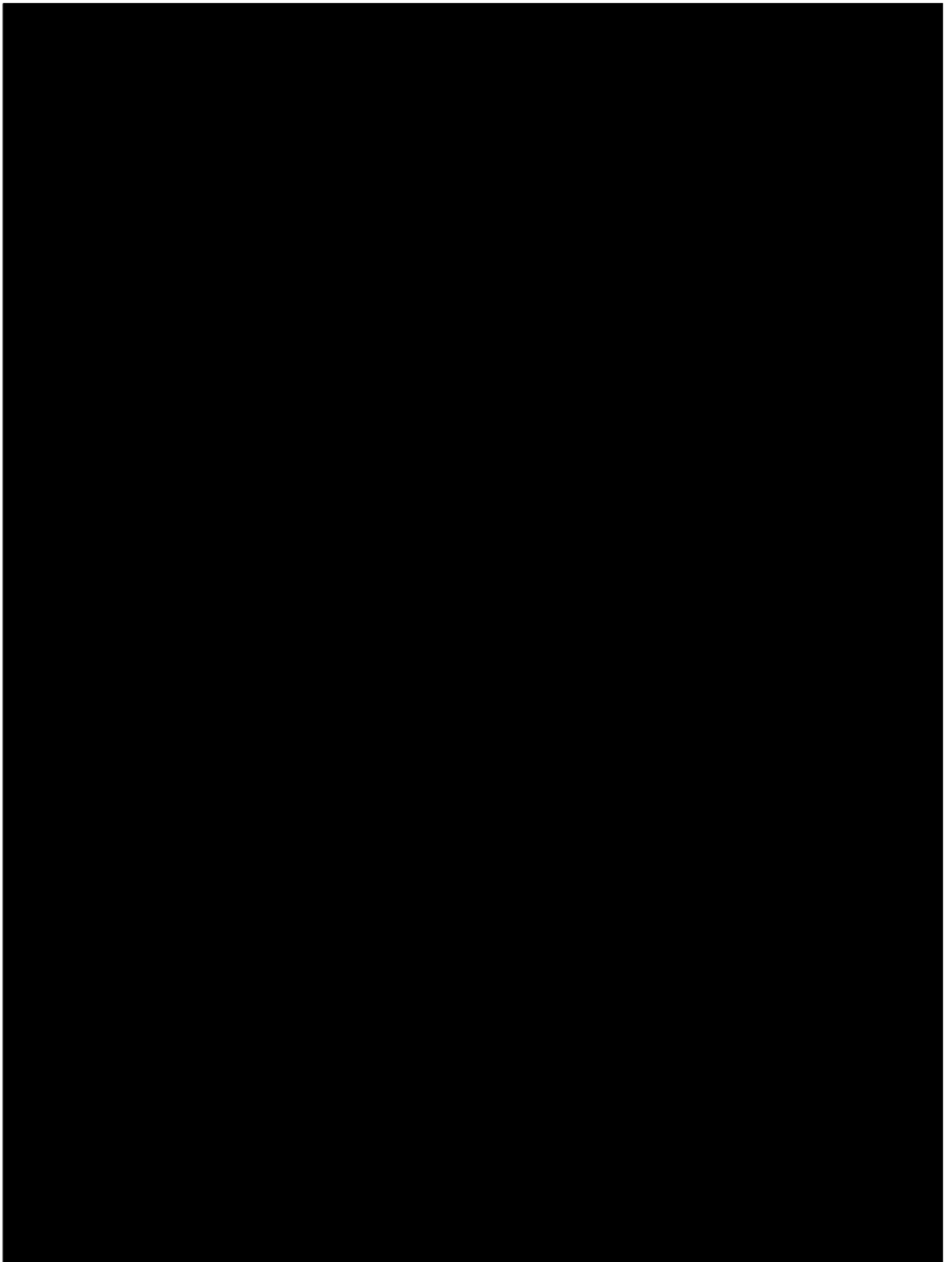
Global Mobility
POLICIES AND PROCEDURES

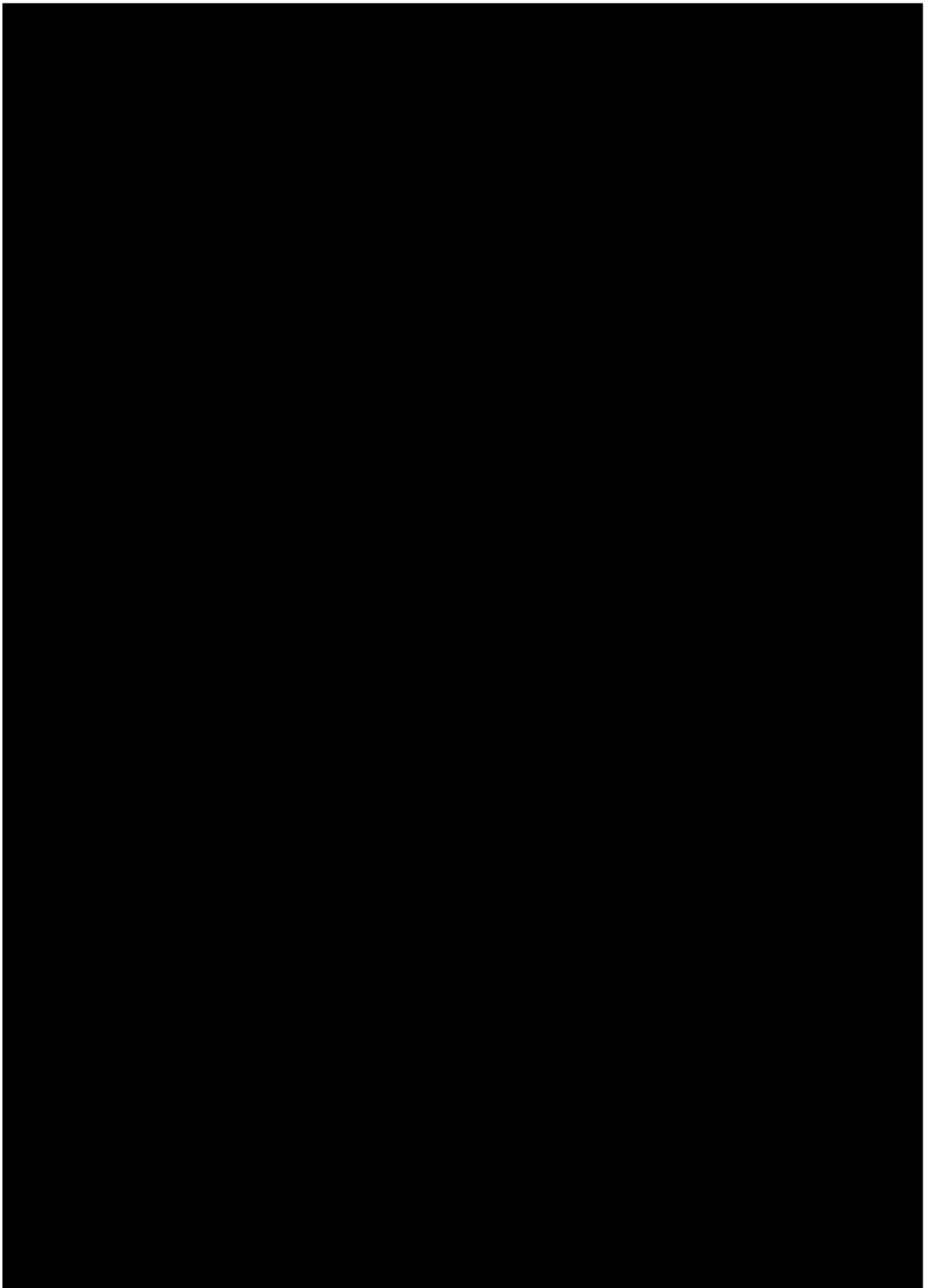
SUBJECT: North America Executive Relocation Policy
EFFECTIVE DATE: January 1, 2007

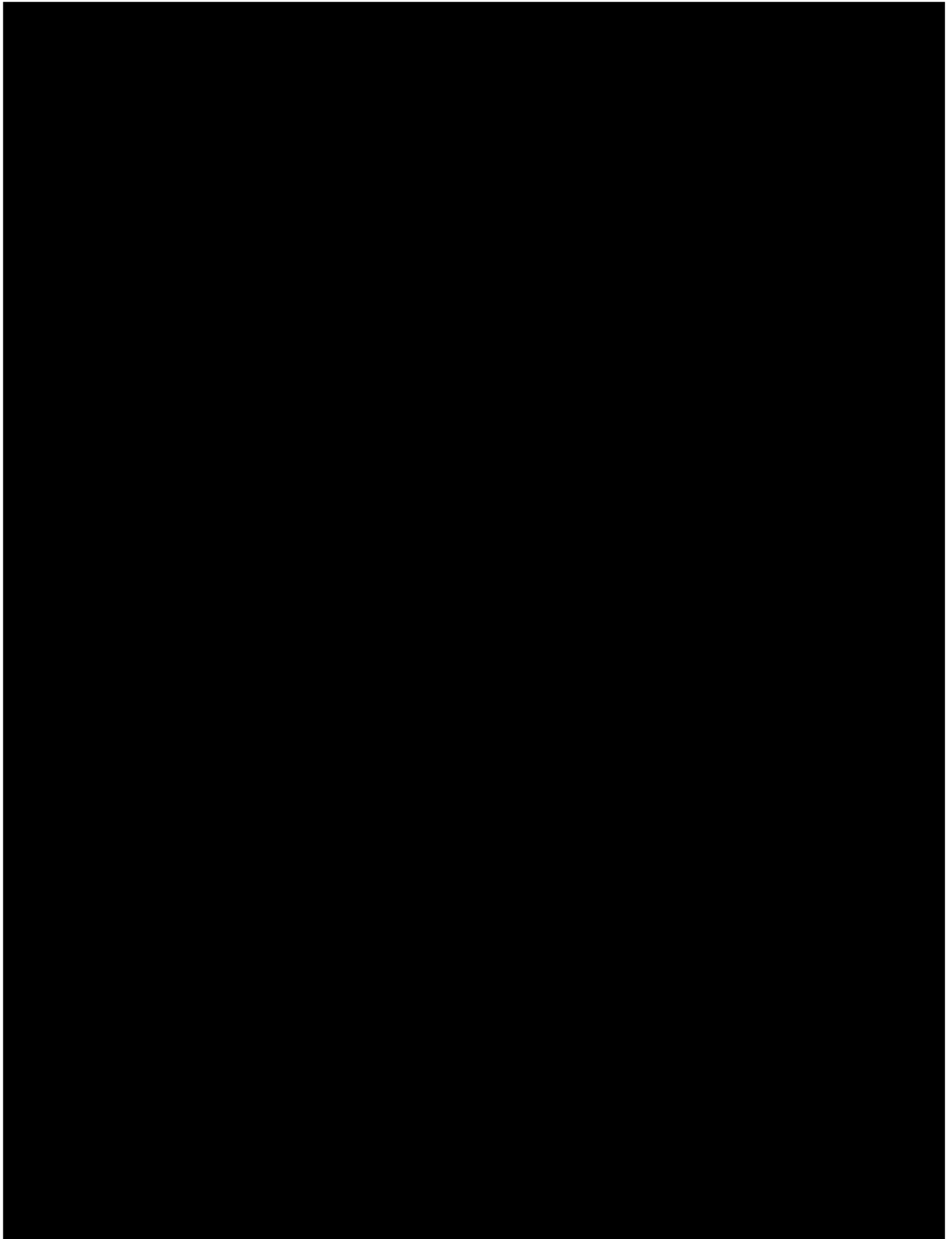
North America Executive Relocation Policy

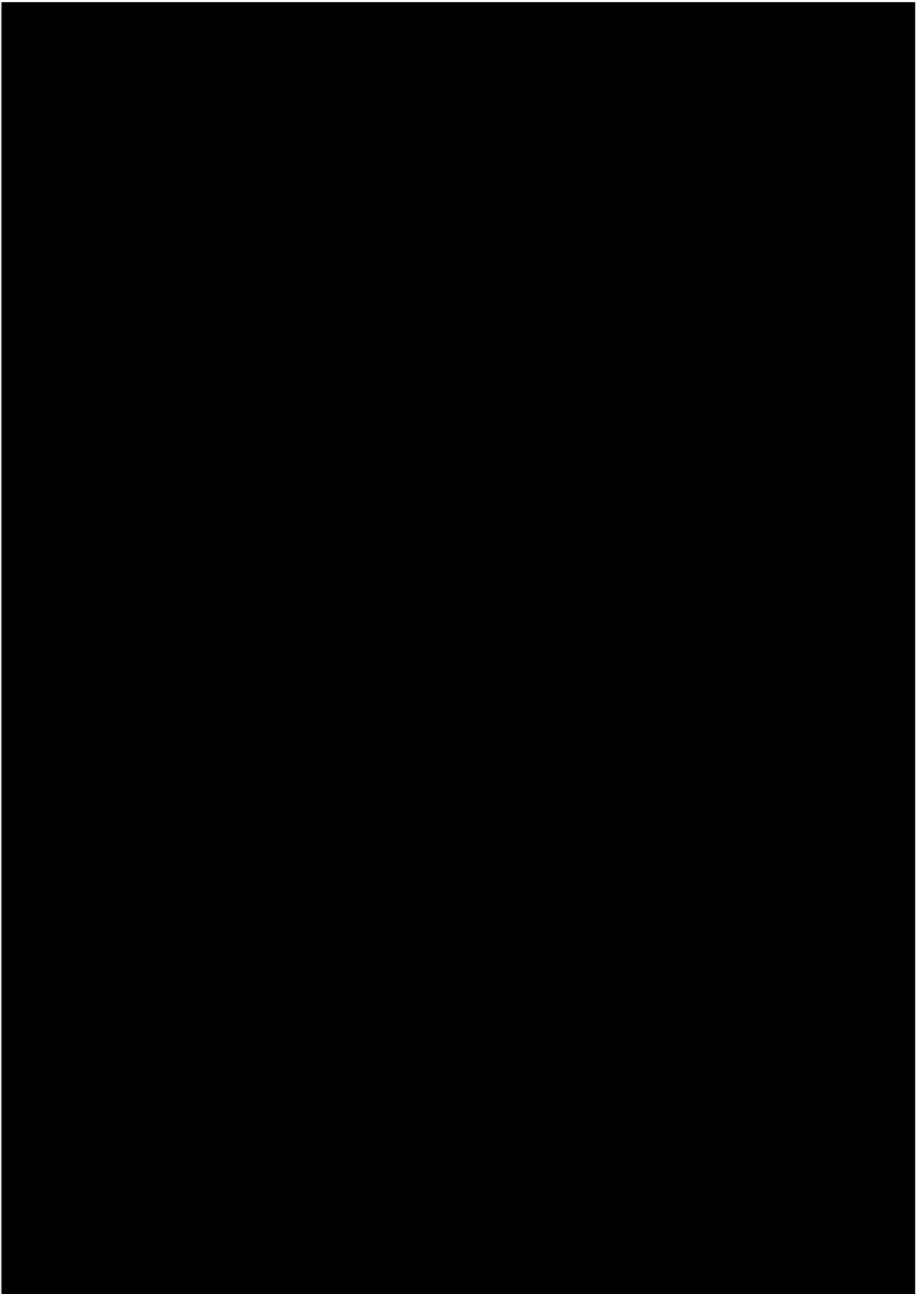
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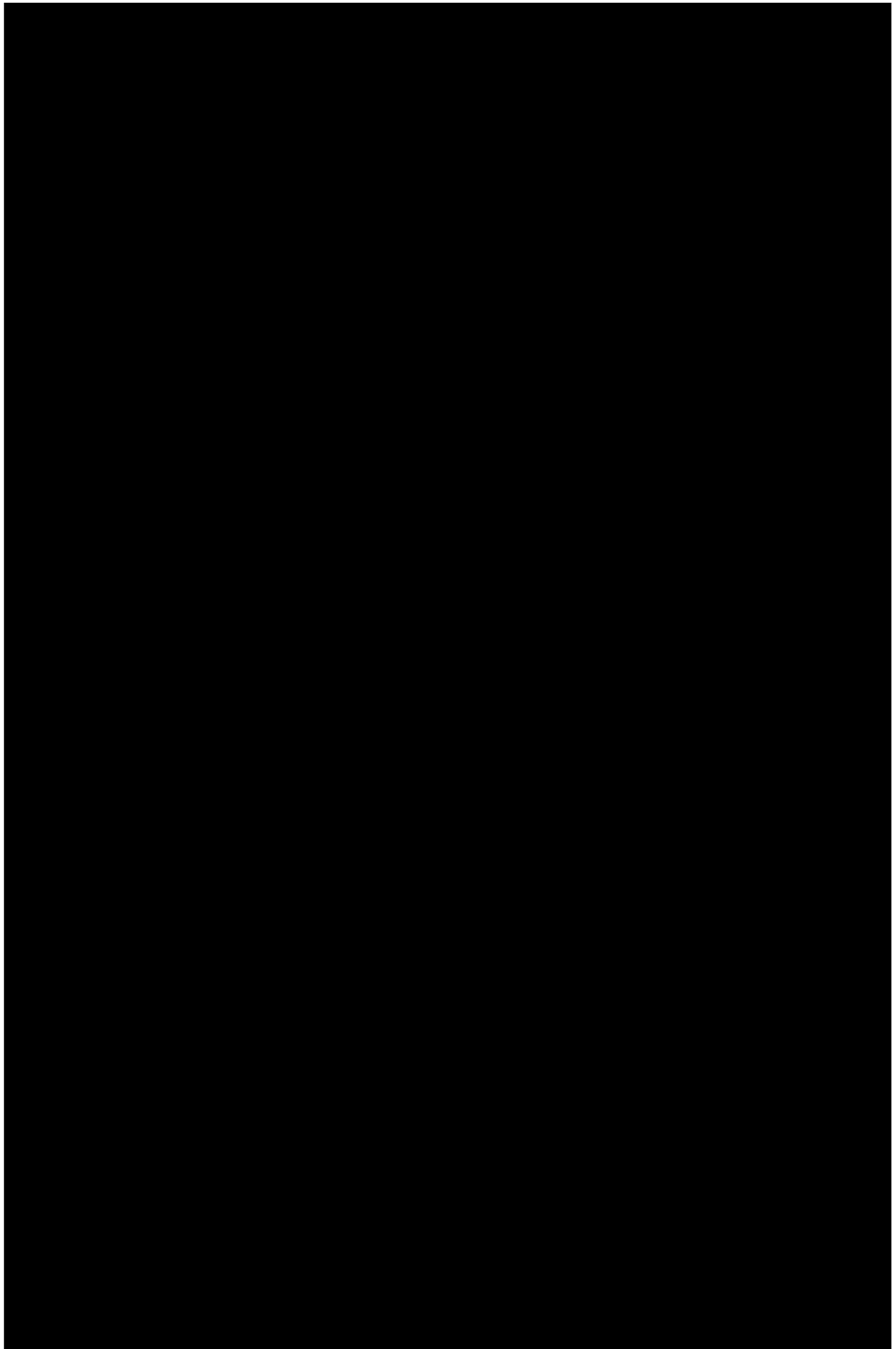


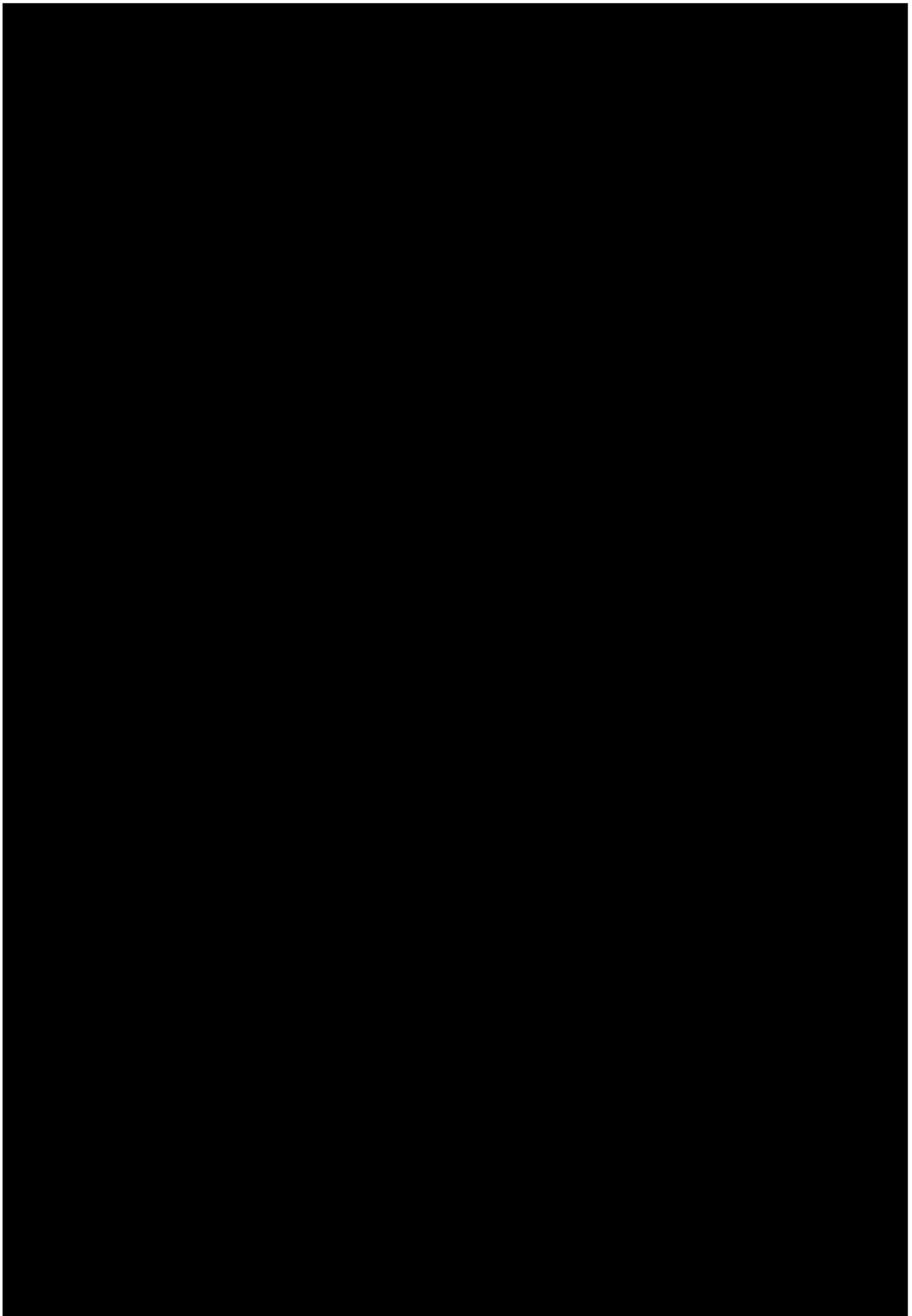


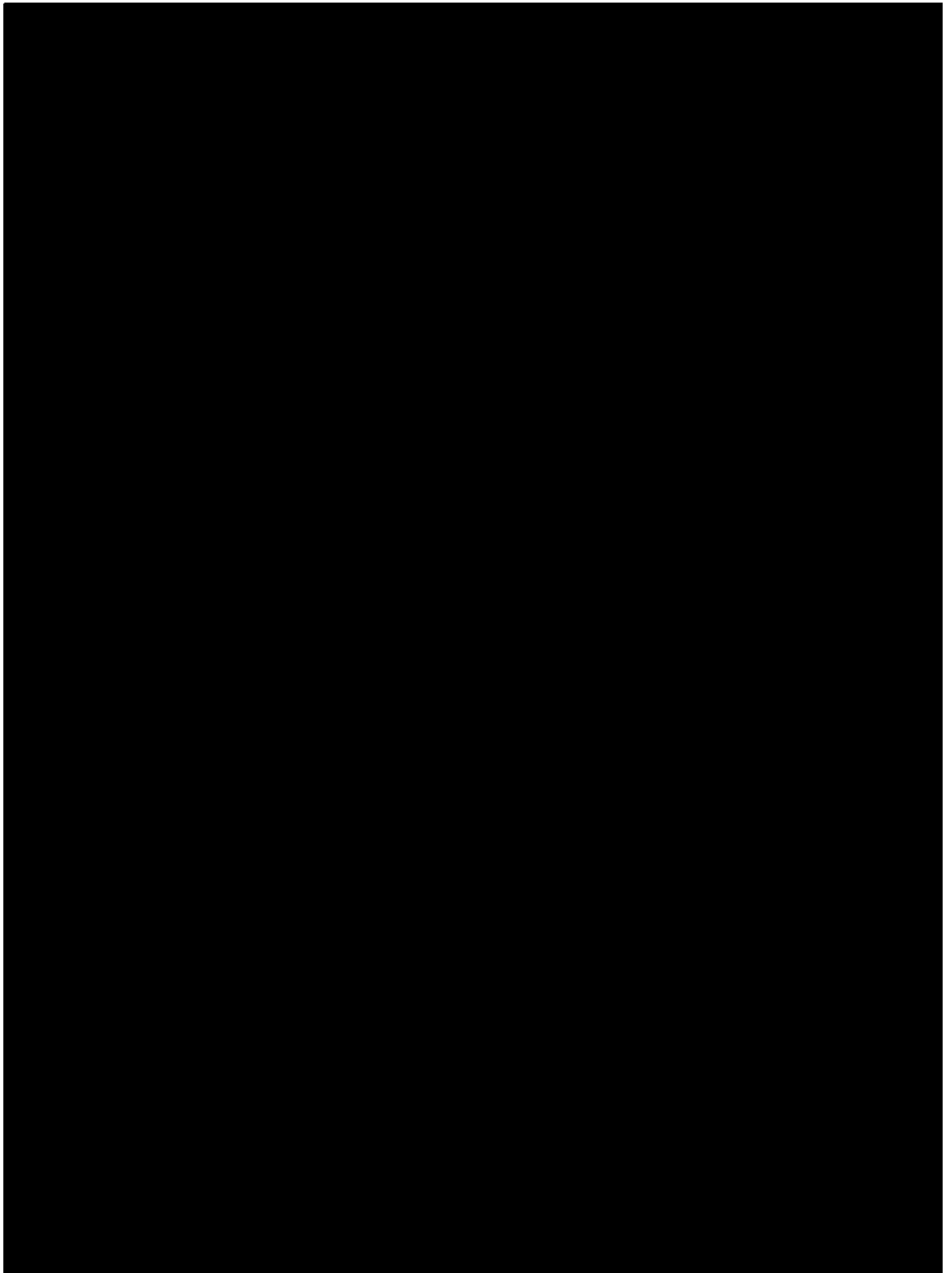


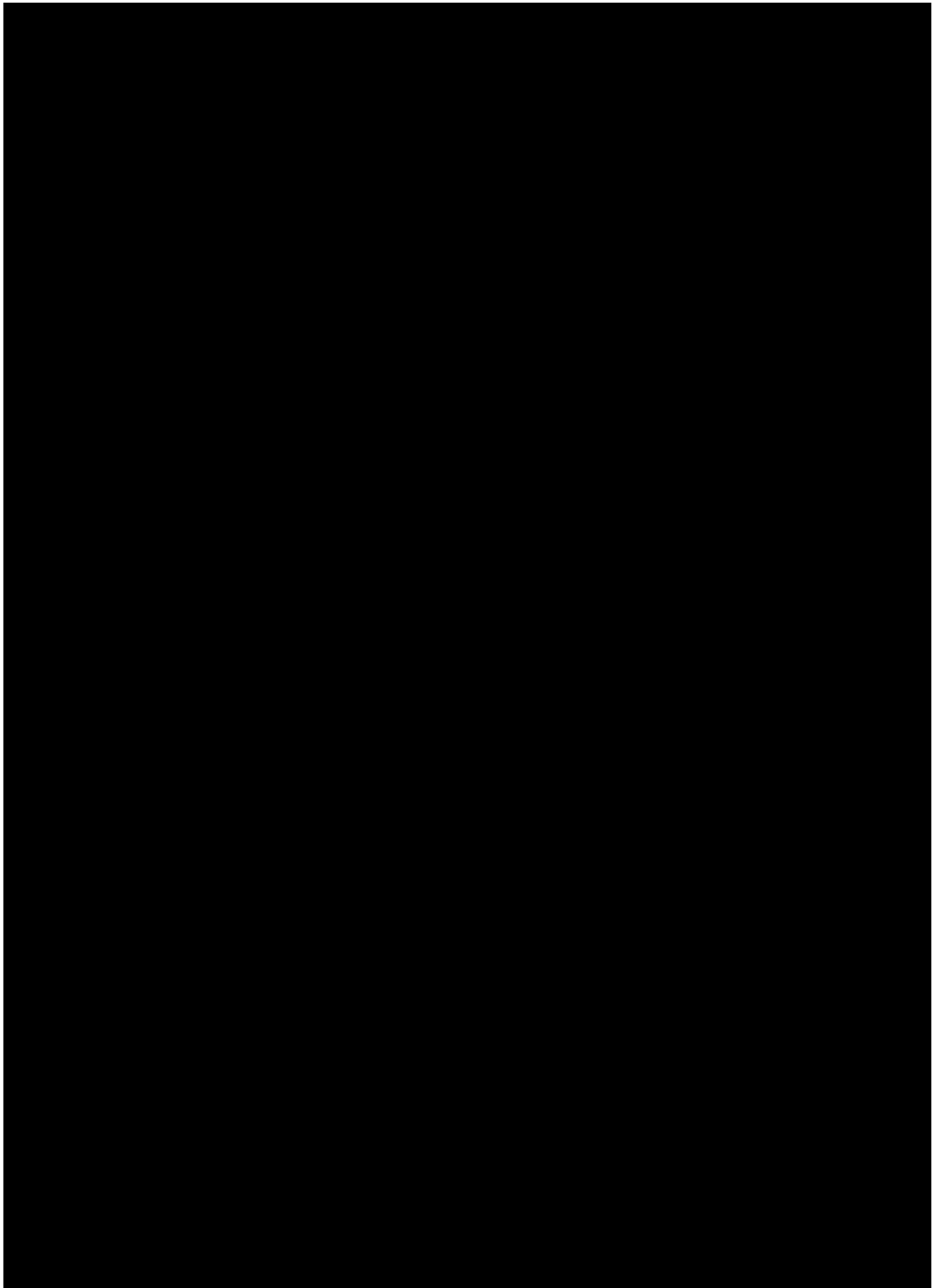












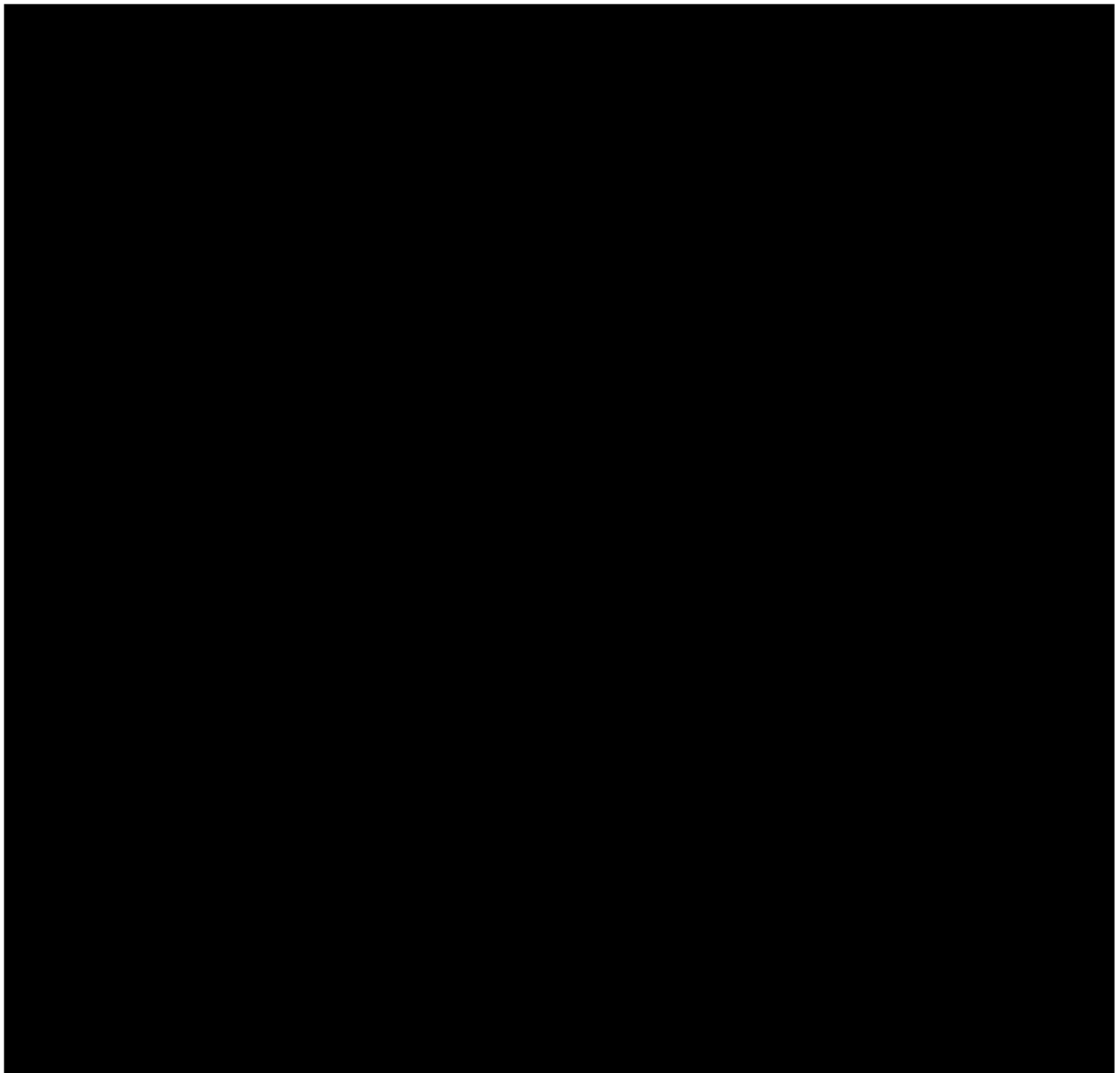


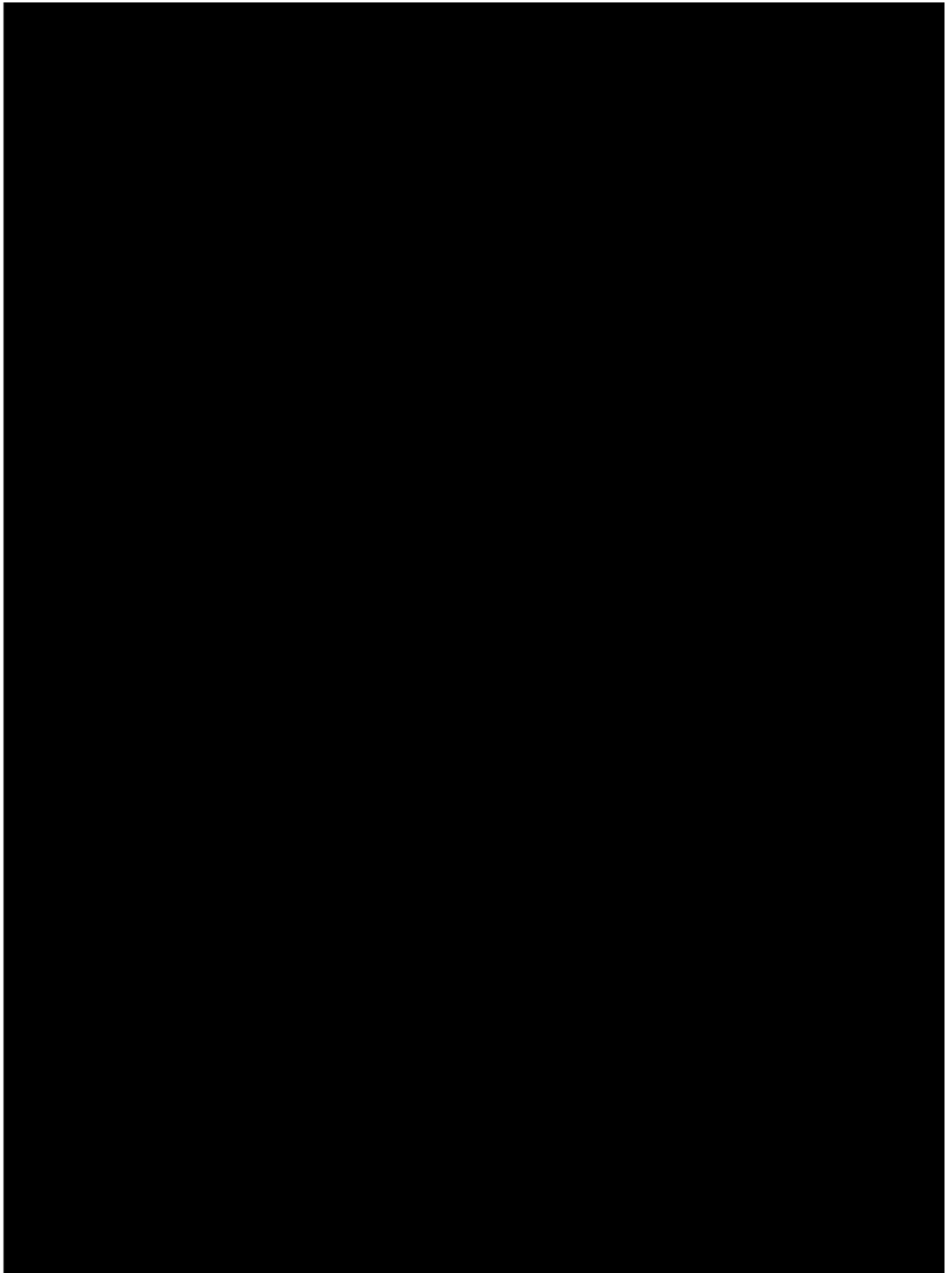
Global Mobility
POLICIES AND PROCEDURES

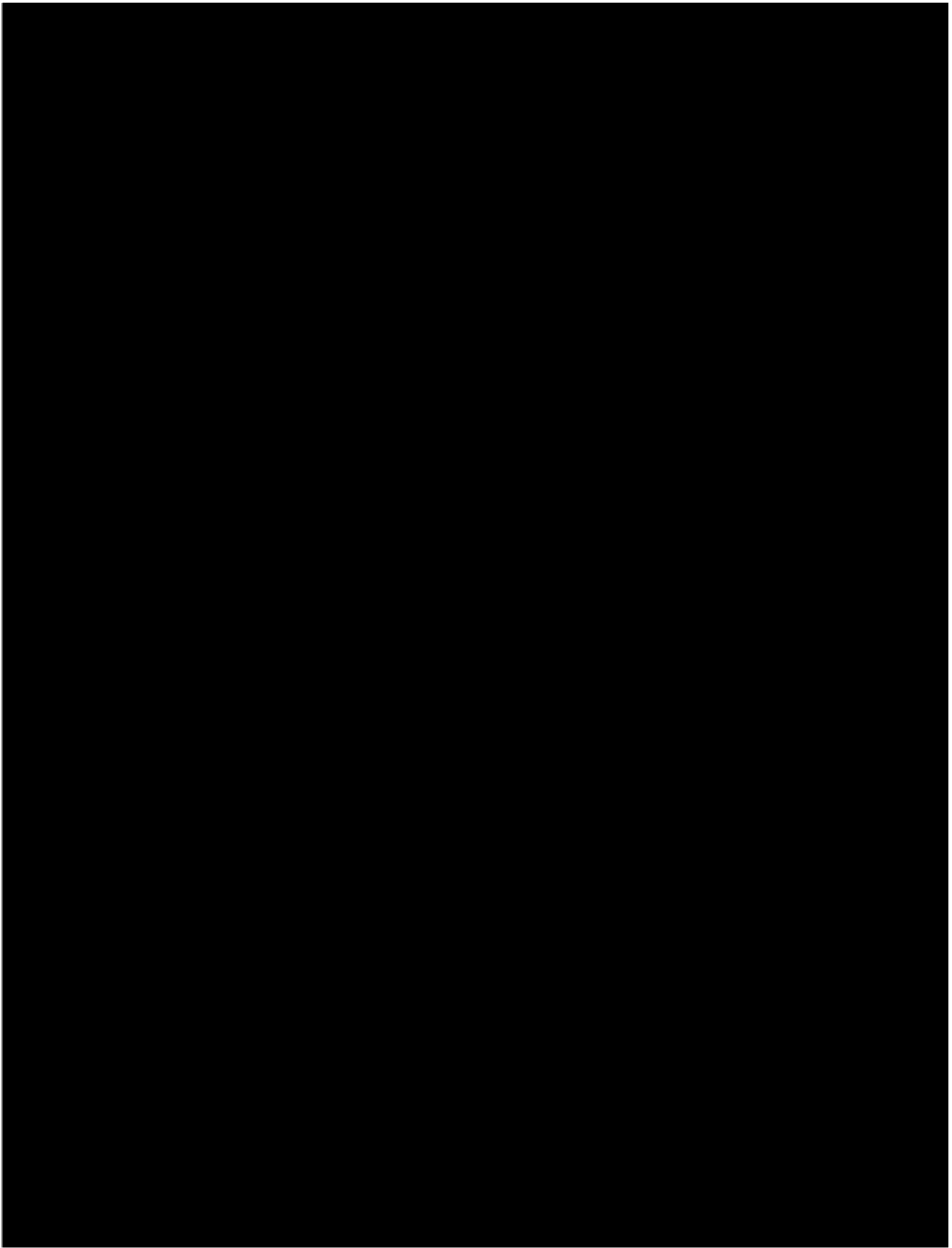
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EFFECTIVE DATE: January 1, 2007

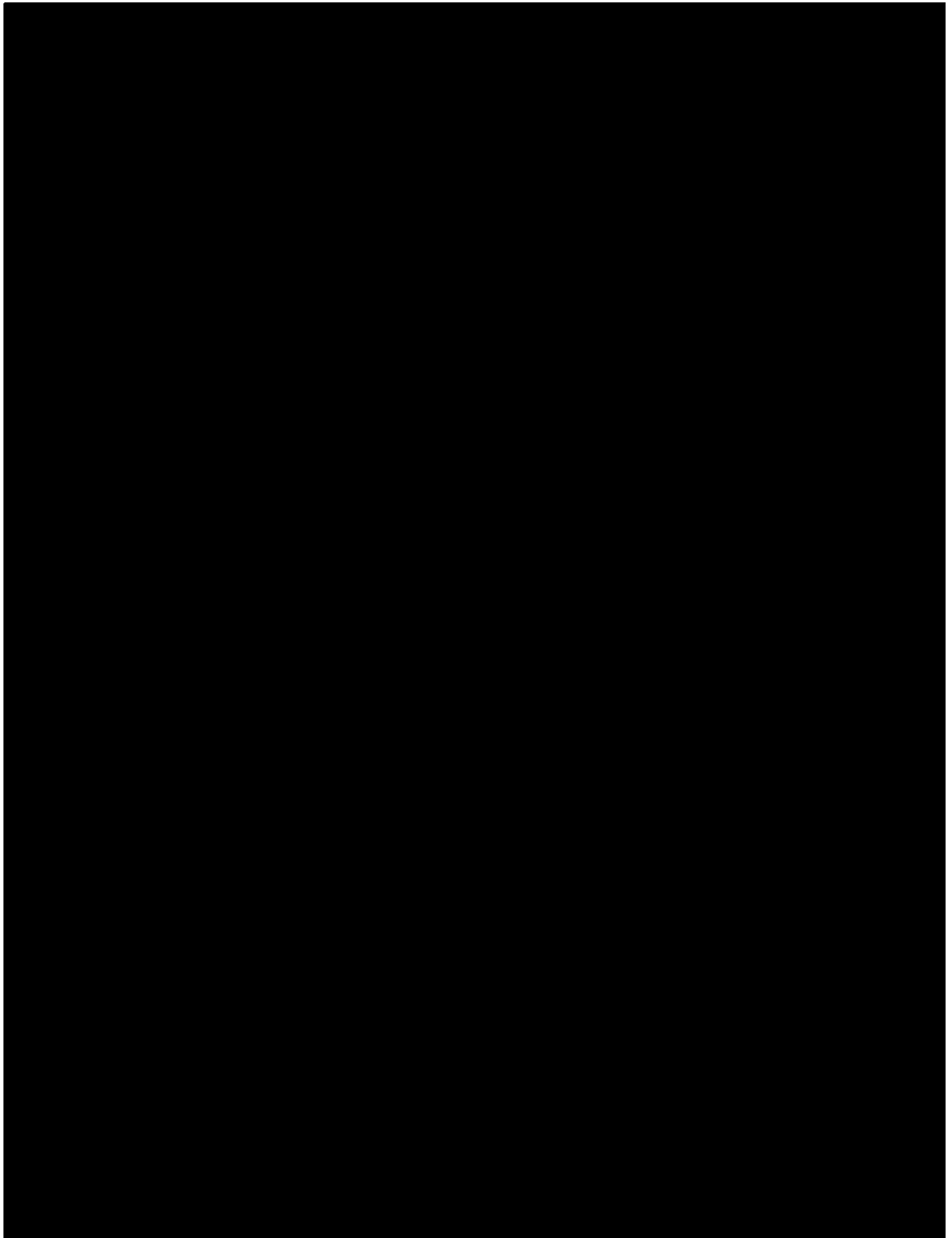
North America Homeowner Relocation Policy

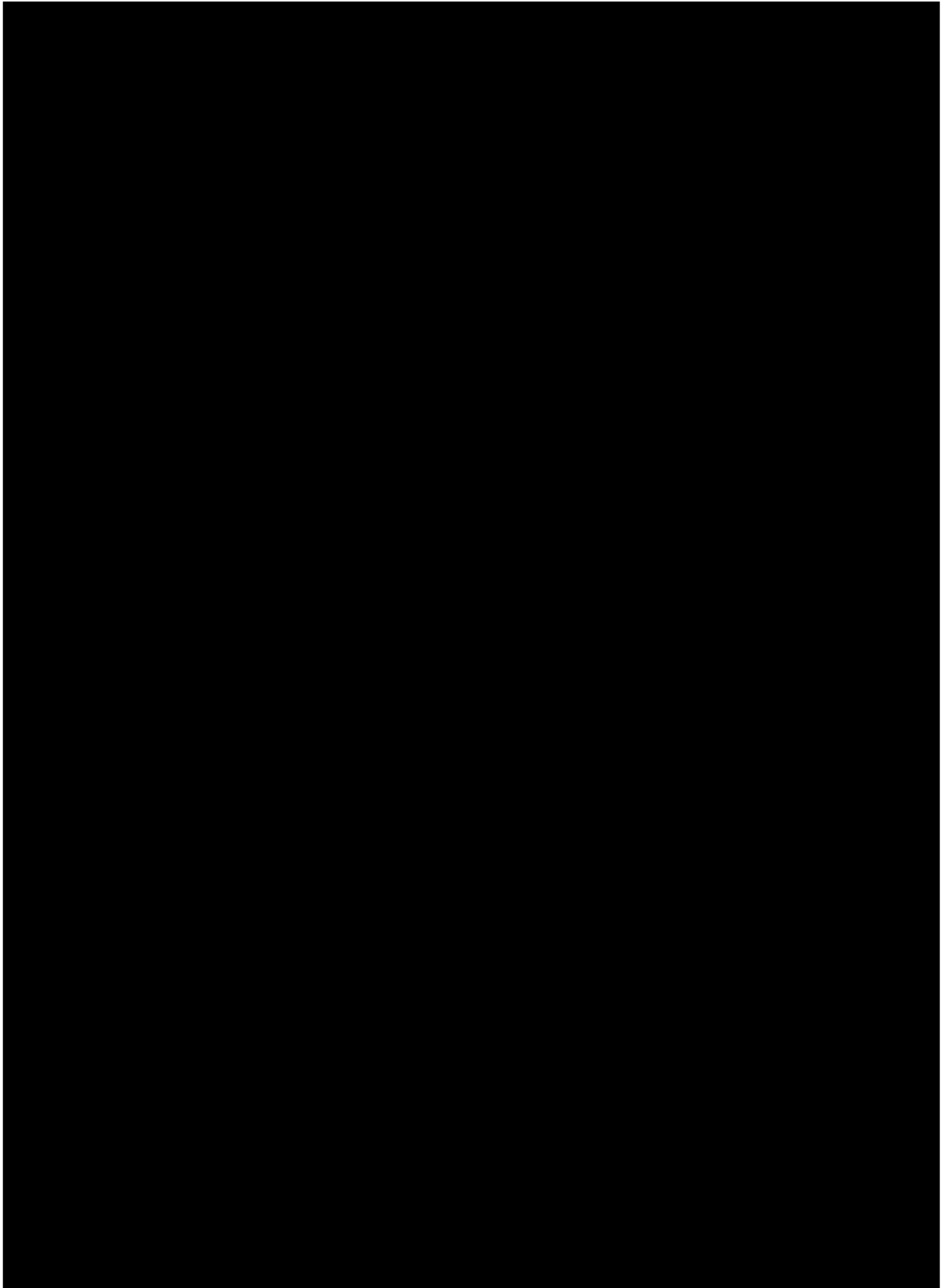
1.0 Policy

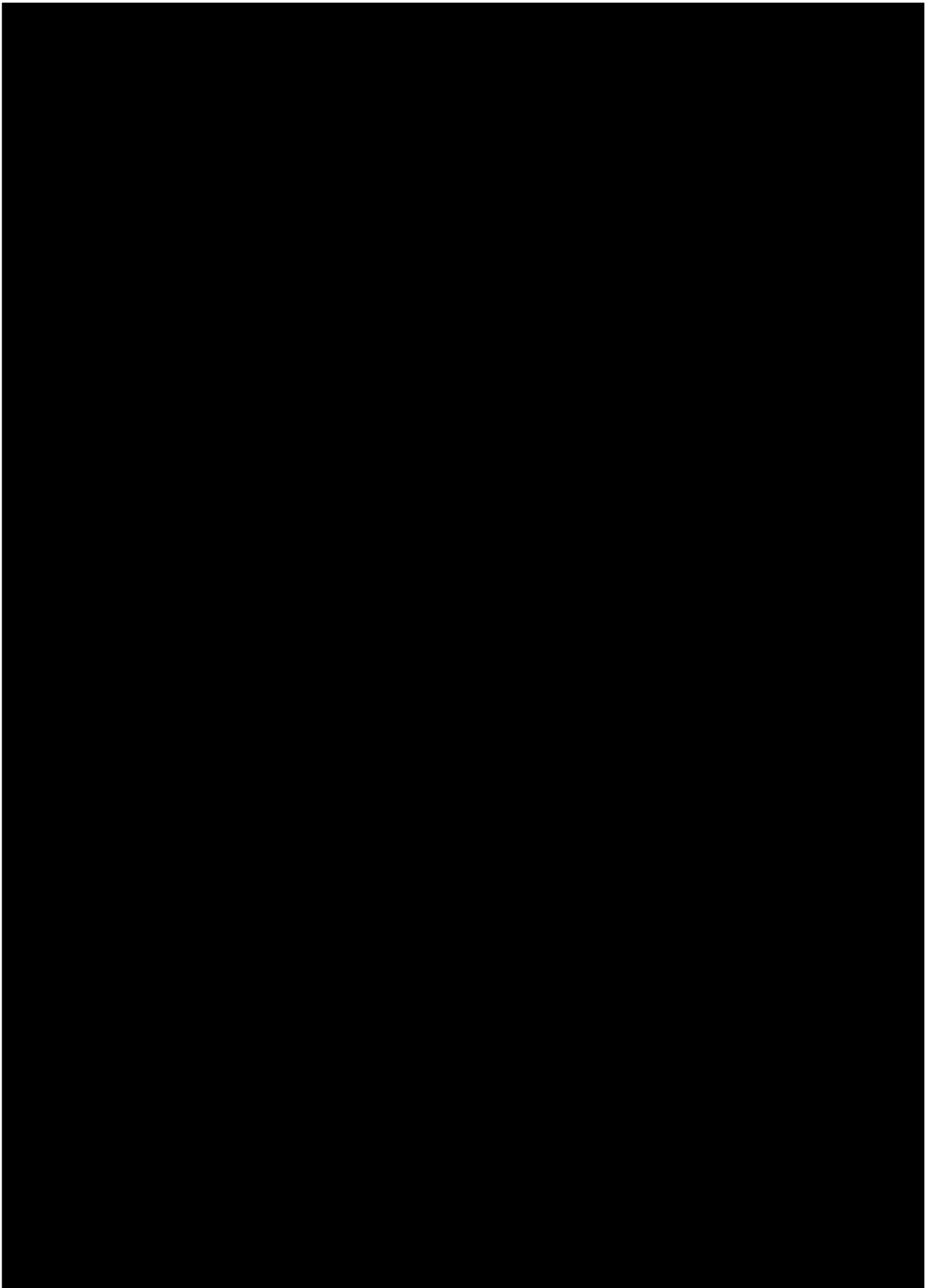


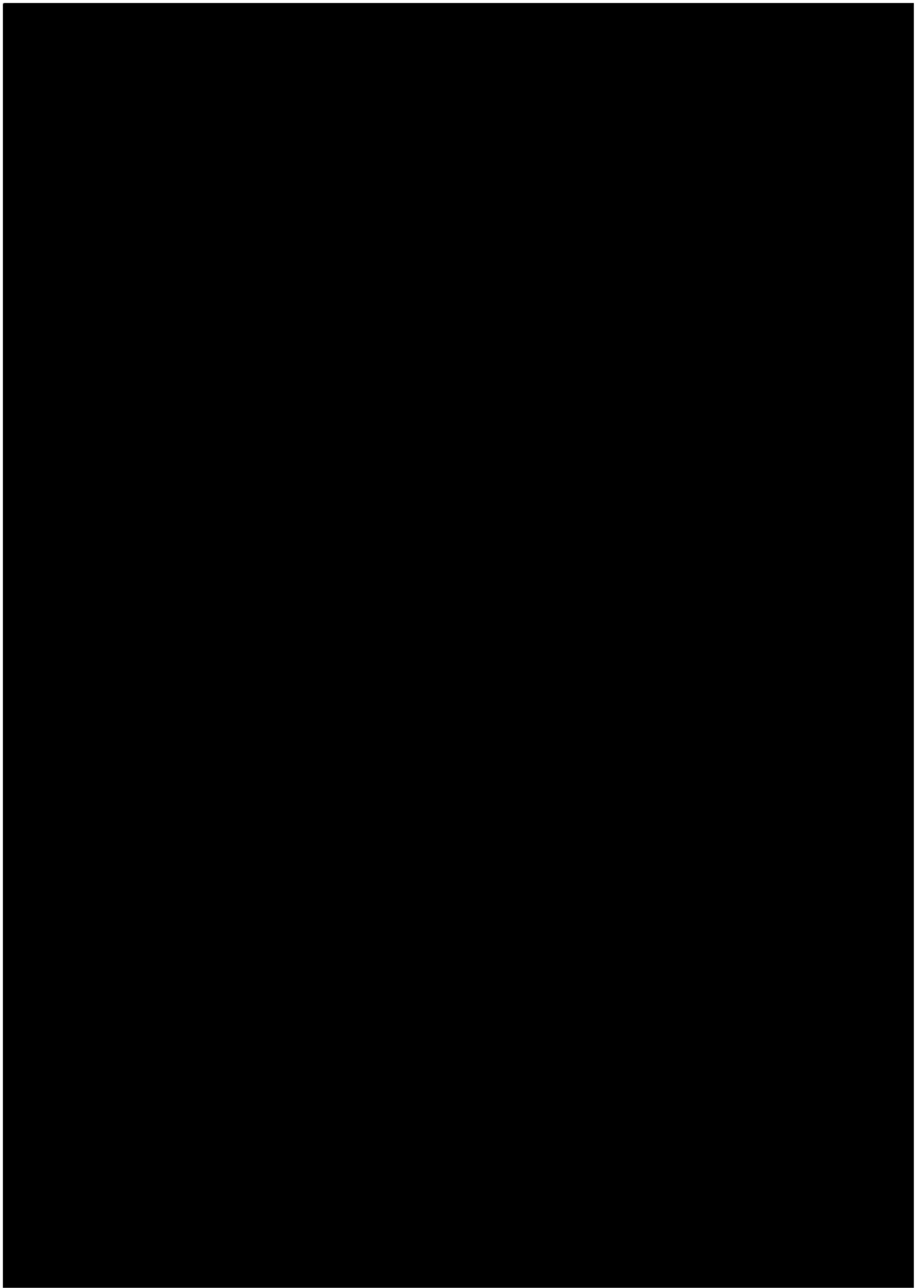














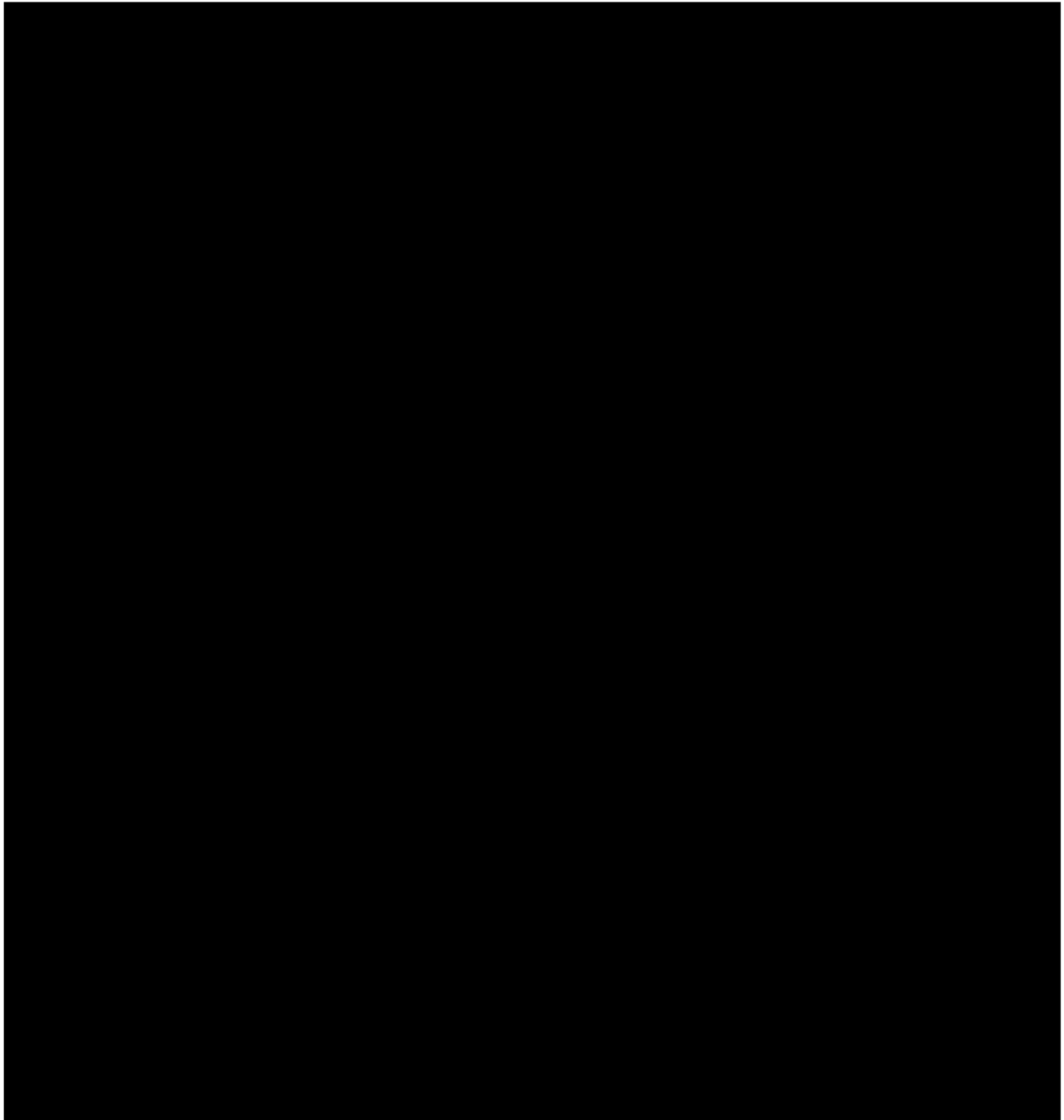


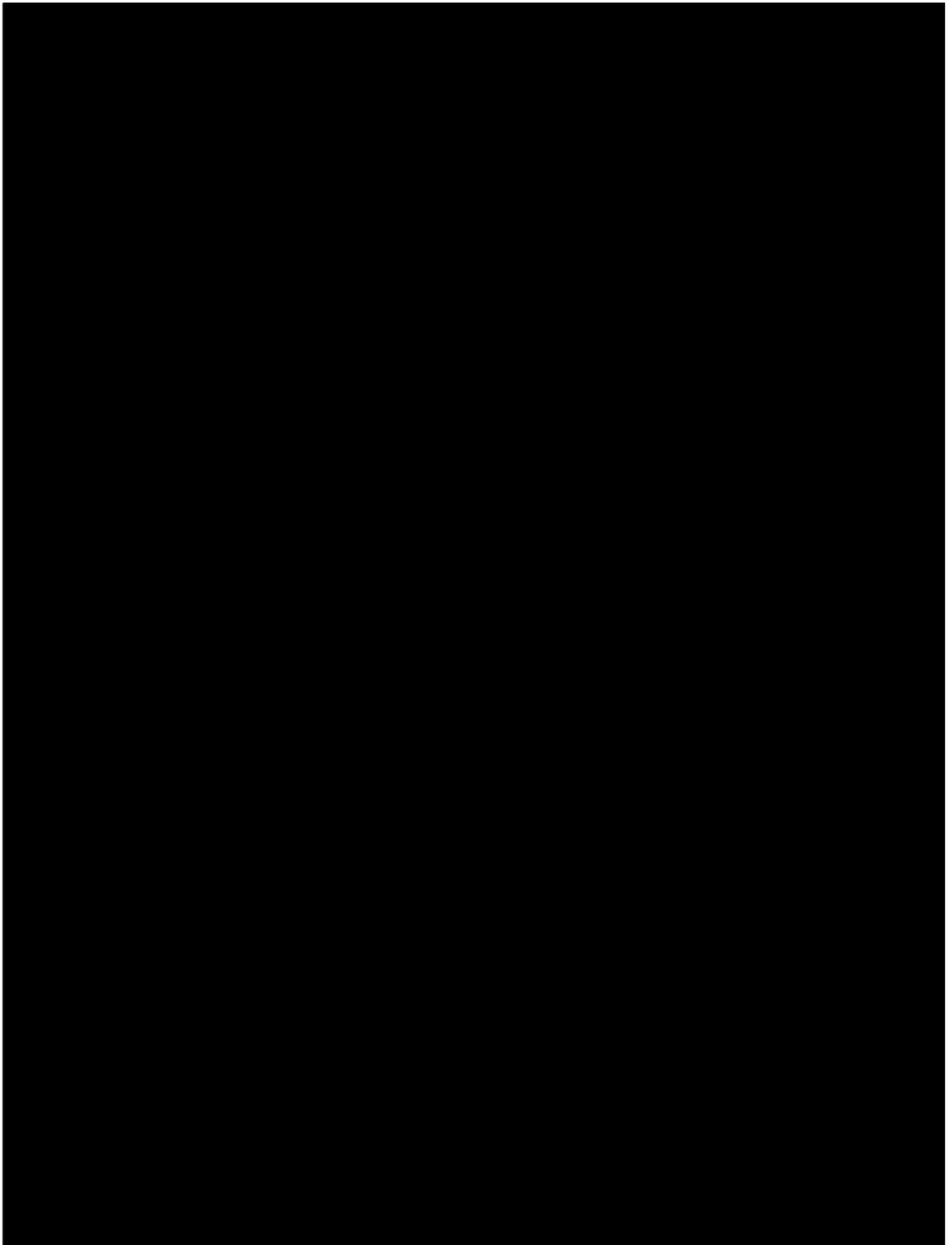
Global Mobility
POLICIES AND PROCEDURES

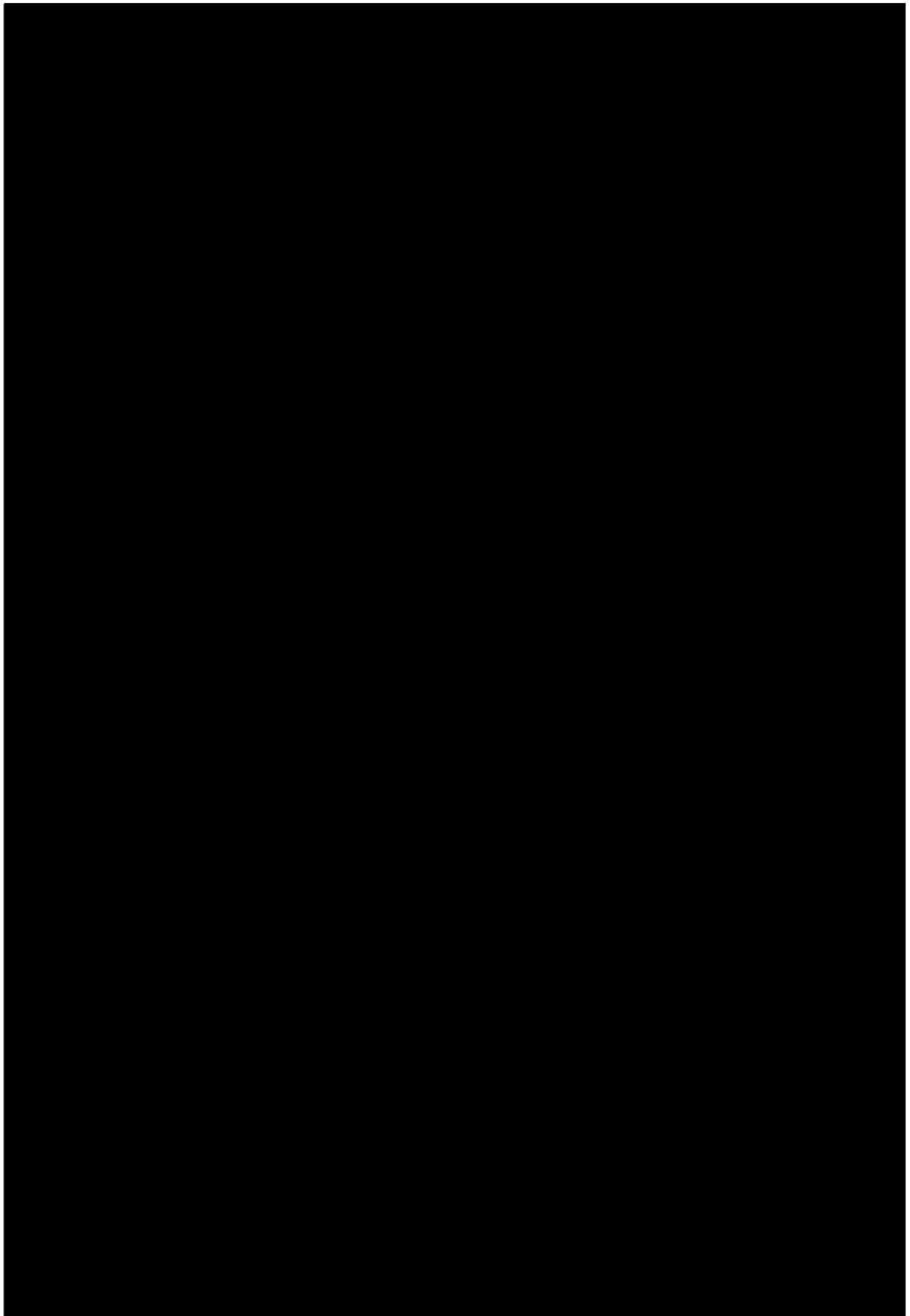
SUBJECT: International Relocation Policy

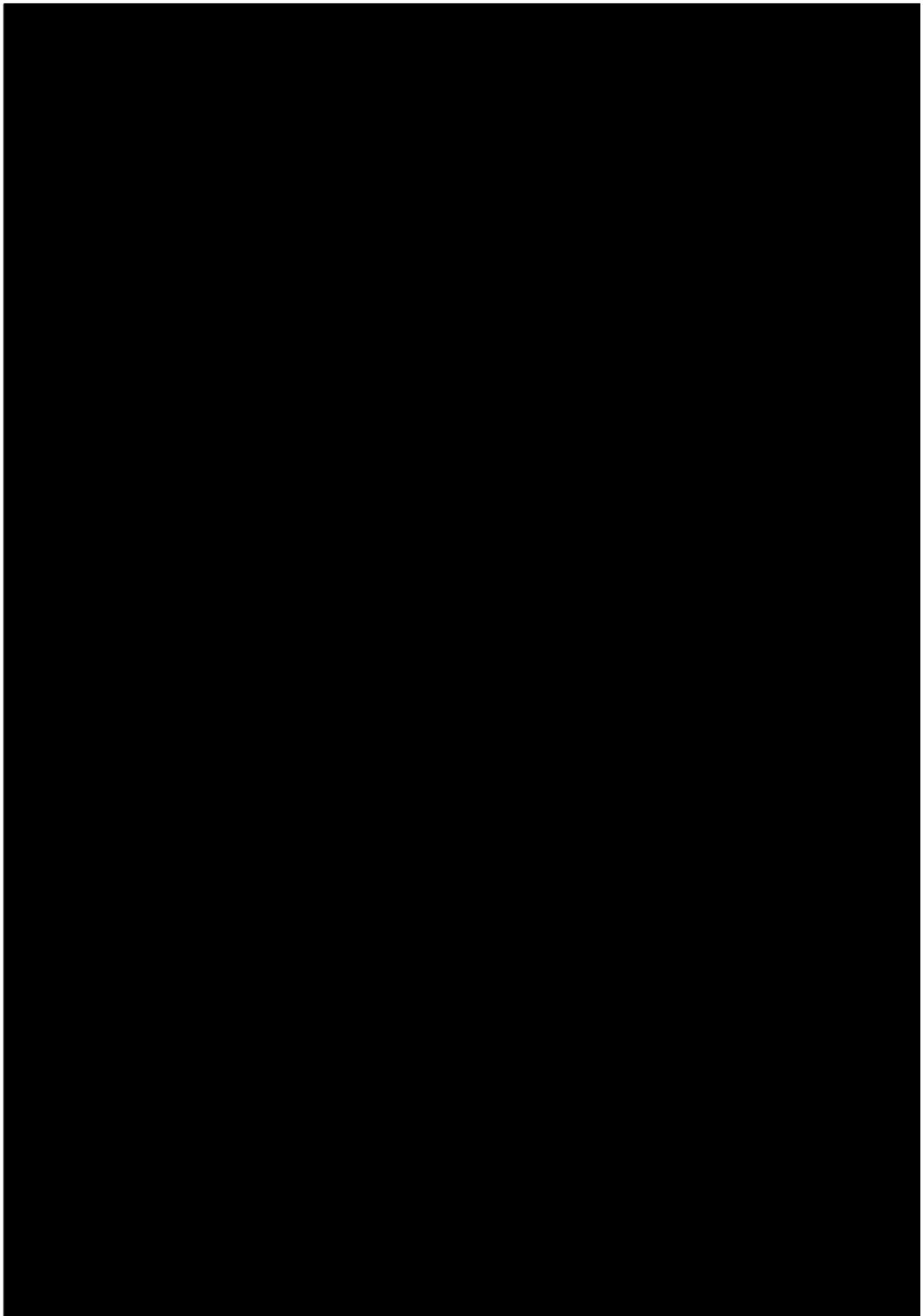
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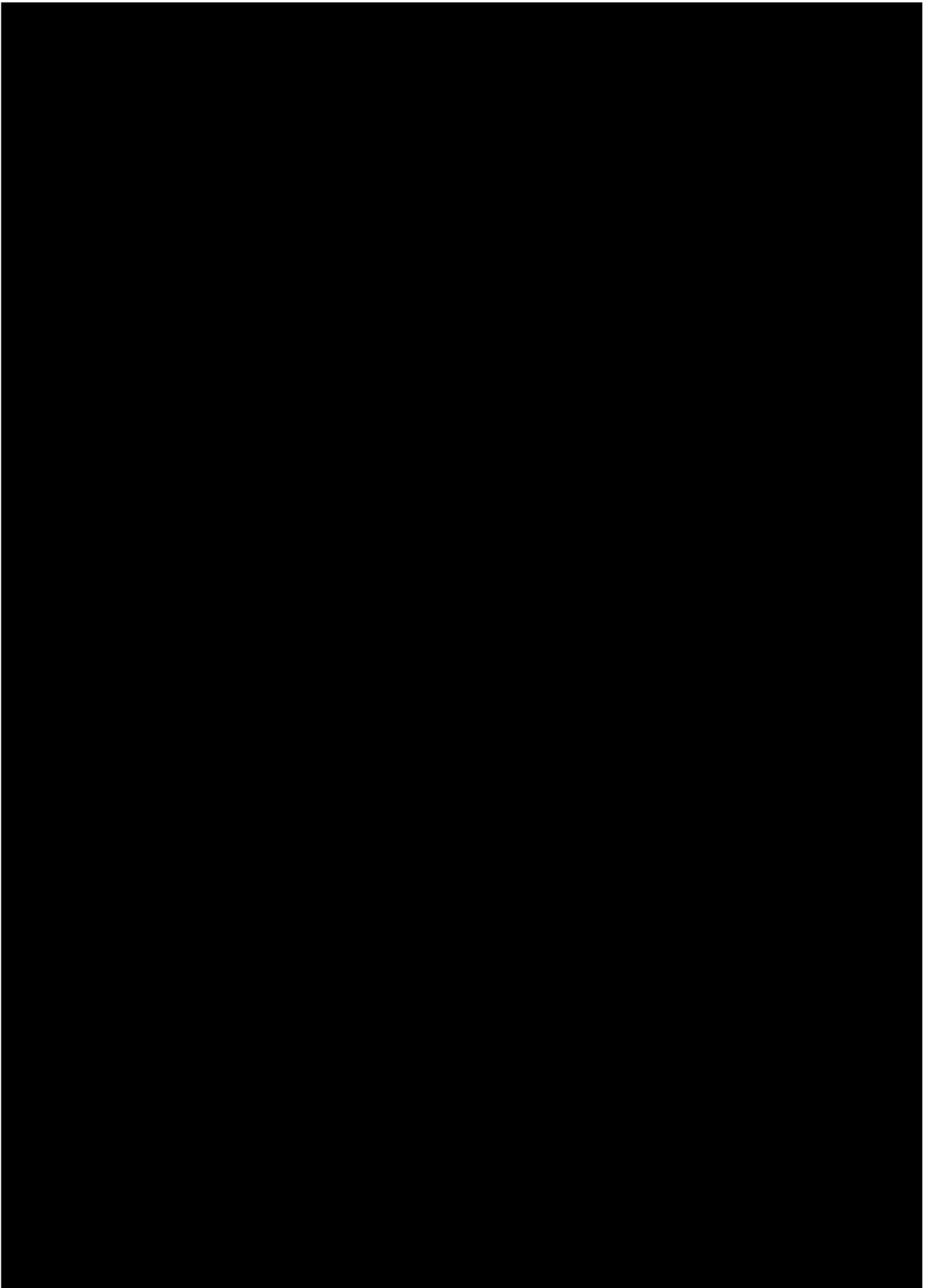
International Relocation Policy





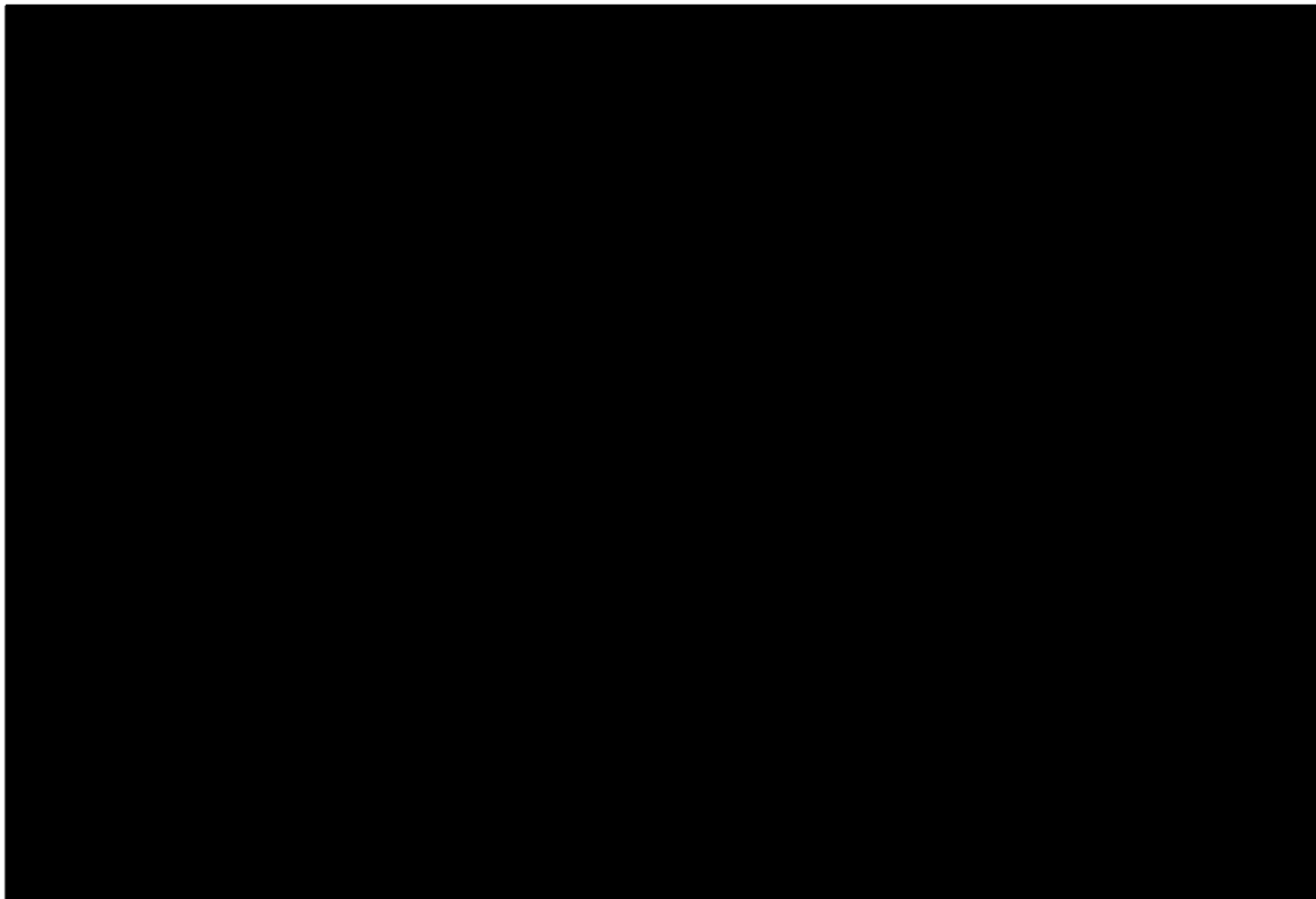








Background Check Guidelines for US Employees



- A. Information shall be obtained for the maximum number of years legally allowed by the applicable state.
- B. Some positions may require finger printing.

¹ Employees who operate motor vehicles as a part of their job responsibilities should ensure that their driving information is in on record with Google Risk Management.

² This screening searches for restricted parties within a compilation of more than seventy international data sources from all major sanctioning bodies (i.e. UN, OFAC, European Union, Bank of England), law enforcement agencies (i.e. Interpol, FBI) and financial regulators (i.e. SEC, OCC, FINCEN, OFAC, Lloyds, Isle of Man) around the world.





GUIDELINES FOR EMPLOYMENT ELIGIBILITY

The following provides a guideline for how decisions are made in the presence of background irregularities.





Export Control Questionnaire

Pursuant to the U.S. Department of Commerce Export Administration Regulations, Google is subject to export and re-export controls for certain technologies. Positions that permit access to Google's controlled technology may require prior approval from the U.S. Government in the form of an export license. As such, employment at Google, including any subsidiary of the Company, may be subject to export or re-export control verification. This requirement may cause delay in processing your offer or require us to decline to offer you employment.

If you are hired at Google, you may be given access to certain technology or software that is subject to export controls. For purposes of determining whether you are required to have an export license to work on or access such technology or software, or if other restrictions may apply, we are required by law to ask:

Name (Please Print): _____

<p>1. Are you any of the following:</p> <p>(a) a United States citizen or national, or</p> <p>(b) a lawful permanent resident of the United States (i.e., "Green Card" holder), or</p> <p>(c) an INS-approved refugee or asylum holder who has applied for naturalization within six months of the date you first become eligible, and if not yet accepted, are actively pursuing naturalization after 2 years from the date of your application.</p>	<p><input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(If your response is "Yes", please sign below without completing the remainder of the questionnaire.)</p>
<p>2. What is your country of citizenship or permanent residency? If more than one applies, list all and identify which was obtained most recently. For purposes of this question, "permanent residency" is obtained in a country when: (a) the country legally recognizes your immigration status as that of a permanent resident; <u>and</u> (b) you may remain in the country of permanent residency indefinitely.</p>	<p style="text-align: right;">Most Recent</p> <p style="text-align: right;"><input type="checkbox"/></p>
	<p style="text-align: right;"><input type="checkbox"/></p>
	<p style="text-align: right;"><input type="checkbox"/></p>

NOTE: In the event there is a change in your immigration status that alters your answer above, you are obligated to inform Google immediately and re-execute this form with the most current information. Any falsification of the information provided above will result in your immediate disqualification from any further consideration for employment with Google, and if already employed, for immediate termination, subject to the laws of your local country of employment.

Any offer of employment made to you will be conditional upon Google securing any necessary export license. In addition, prior to employment, Google may request Immigration Status Documentation that determines your country of permanent residency or citizenship to satisfy export licensing requirements. This information will be kept confidential.

I declare that the foregoing is true and correct.

Name (Please Print): _____

Date: _____

Signature: _____

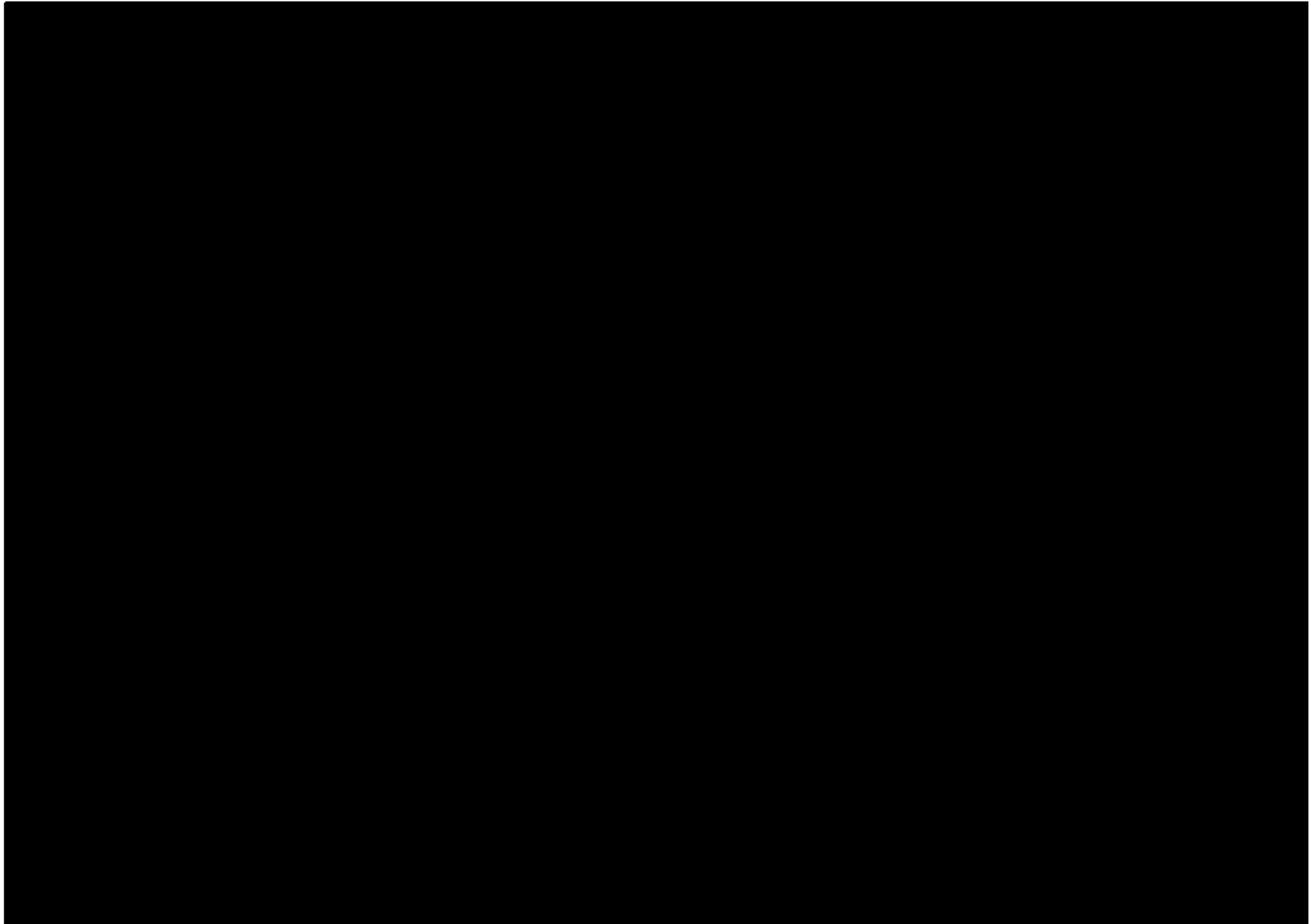
Upon accepting Google's offer, please complete the information above and provide a signature. You may either send via fax to (650) 644-0152 or scan and email a copy to backgroundchecks@google.com.

Please note that start dates will be delayed for candidates who do not complete the questionnaire.

Pre-Offer Background & Export Control Communication (US Candidates Only)

The following is a script you may choose to use in describing our standard background check and export control questionnaire to your candidates. As you know, communicating next steps appropriately sets their expectations and avoids potential confusion and concern.

Please contact Sandra Benavidez if you have any feedback and/or questions.





Candidate Rejection Guidelines

